

CT CORPORATION SYSTEM

F01000006584

CORPORATION(S) NAME

Cole National Corporation

0

FILED
01 DEC 27 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign <i>qual</i> | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
01 DEC 27 AM 11:16
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

12/27/01

Order#: 5003991

200004741182--0

-12/27/01--01041--014

Ref#: *****70.00 *****70.00

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

01 DEC 27 PM 2:51
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Cole National Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 34-1453189
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/31/84 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1925 ENTERPRISE PKwy. TWINSBURG, OHIO 44087
(Current mailing address)

8. MANAGEMENT COMPANY
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Joyce A. Gilbert
(Registered agent's signature)

JOYCE A. GILBERT
ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

01 DEC 27 PM 2:51
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: JEFFREY A. COLE
Address: 5200 THREE VILLAGE DR.
LYNDHURST, OHIO 44124
Vice Chairman: _____
Address: _____

Director: LARRY POLLOCK
Address: 18100 SOUTH PARK BLVD.
SHAKER HTS., OHIO 44120

Director: JEFFREY A. COLE
Address: 5200 THREE VILLAGE DR.
LYNDHURST, OHIO 44124

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: LARRY POLLOCK
Address: 18100 SOUTH PARK BLVD.
SHAKER HTS., OHIO 44120

Vice President: TRACY L. BURMEISTER
Address: 7231 VALLEY VIEW RD.
HUDSON, OHIO 44236

Secretary: LESLIE D. DOND
Address: 2849 GLENGARY ROAD
SHAKER HEIGHTS, OHIO 44130

Treasurer: JOSEPH GAGLIOTI
Address: 3071 NORTH PARK BLVD.
CLEVELAND HTS., OHIO 44118

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Tracy L. Burmeister
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. TRACY L. BURMEISTER V.P.
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COLE NATIONAL CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF DECEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
01 DEC 27 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2036675 8300

AUTHENTICATION: 1518866

010657471

DATE: 12-20-01