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Florida Department of State
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M. HODGES

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FOREIGN PROFIT QUALIFICATION

Whitehall Holdings, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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.

1. Whitehall Holdings, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co." or "Corp.")

TITAN-WHITEHALL HOLDINGS, INC.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas 3. 74-2767942
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/28/1995 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2700 N. E. Loop 410, Suite 500, San Antonio, TX 78209
(Principal office address)

5915 Landerbrook Drive, Cleveland, OH 44124
(Current mailing address)

8. Insurance/Agency
(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

CT Corporation System

By: Carl Record Carl Record
(Registered agent's signature) 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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED EXHIBIT A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE EXHIBIT A

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Director or Officer listed in number 12 of the application)

14. ANNA ROSSI - VP/ASST SEC. _____
(Typed or printed name and capacity of person signing application)

EXHIBIT A

Addresses of Directors and Officers for Whitehall Holdings, Inc.

Director/and Treasurer - Joseph G. Dubois - 5915 Landerbrook Drive,
Cleveland, OH 44124

Director/and President - Richard M. Waggoner - One Nationwide Plaza,
Columbus, OH 43215

Senior Vice President - John F. Campbell - 5915 Landerbrook Drive,
Cleveland, OH 44124

Vice President - Stuart Willner - 5915 Landerbrook Drive, Cleveland, OH
44124

Vice President - Lawrence N. Polena - 5915 Landerbrook Drive, Cleveland,
OH 44124

Vice President - Alan A. Todryk - One Nationwide Plaza, Columbus, OH
43215

Vice President/and Assistant Secretary - Assunta Rossi - 5915 Landerbrook
Drive, Cleveland, OH 44124

Secretary - Glenn W. Soden - One Nationwide Plaza, Columbus, OH 43215

Assistant Secretary - Thomas E. Barnes - One Nationwide Plaza, Columbus,
OH 43215

Assistant Secretary - Sandra L. Rich - One Nationwide Plaza, Columbus, OH
43215

Assistant Treasurer - Daniel J. Murphy, Jr. - One Nationwide Plaza,
Columbus, OH 43215

Assistant Treasurer - Morgan J. Elliott - One Nationwide Plaza, Columbus,
OH 43215

Assistant Treasurer - Carol L. Dove - One Nationwide Plaza, Columbus, OH
43215

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for WHITEHALL HOLDINGS, INC (filing number: 138315500), a Domestic Business Corporation, was filed in this office on December 28, 1995.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 09, 2005.



A handwritten signature in cursive script that reads "Roger Williams".

Roger Williams
Secretary of State