

# F06000005310

Florida Department of State  
Division of Corporations  
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## FOREIGN PROFIT/NONPROFIT CORPORATION

IPS Structural Adhesives, Inc.

Certificate of Status	0
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*J 8/15/06*

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. IPS Structural Adhesives, Inc. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-5165553 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 5, 2006 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 199 Fremont Street, Ste 2300, San Francisco, CA 94105 (Principal office address)

(Current mailing address)

8. Manufacturing of Adhesive Products and any other lawful business activity. (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: C T Corporation System Office Address: 1200 South Pine Island Road Plantation, Florida 33324 (City) (Zip code)

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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.

By: Nazeem A. Conde (Registered agent's signature) NASEEM A. CONDE SPECIAL ASST. 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 business addresses of officers and/or directors:

**A. DIRECTORS** SEE ATTACHED LIST

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS** SEE ATTACHED LIST

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Kevin R. Baker  
(Signature of Director or Officer listed in number 12 of the application)

14. Kevin R. Baker, Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

**Florida Department of State  
Division of Corporations**

**Application by Foreign Corporation for  
Authorization to Transact Business in Florida**

**For IPS Structural Adhesives, Inc.**

Item 12. Names and Business addresses of officers and/or directors:

**A. Directors**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Mark N. Williamson	Director	222 Berkeley St, Suite 1760, Boston, MA 02116
William J. Lenihan	Director	199 Fremont St, Ste 2300, San Francisco, CA 94105

**B. Officers**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Eric Bescoby	Chief Executive Officer	455 West Victoria Street, Compton, CA 90220
Theodore Alpert	Chief Financial Officer	455 West Victoria Street, Compton, CA 90220
Mark N. Williamson	President	222 Berkeley St, Suite 1760, Boston, MA 02116
William J. Lenihan	Vice President and Treasurer	199 Fremont St, Ste 2300, San Francisco, CA 94105
Kevin R. Baker	Vice President and Secretary	199 Fremont St, Ste 2300, San Francisco, CA 94105

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# Delaware

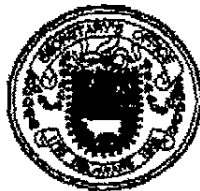
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IPS STRUCTURAL ADHESIVES, INC." 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 ELEVENTH DAY OF AUGUST, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4969451

DATE: 08-11-06