

F07000003487

Division of Corporations

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FOREIGN PROFIT/NONPROFIT CORPORATION

Certainteed Ceilings Corporation

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July 9, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT

SUBJECT: CERTAINTED CEILINGS CORPORATION
REF: W07000032275

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P.O BOX 6327 - Tallahassee, Florida 32314

**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. CERTAINTIED CEILINGS CORPORATION

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

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

2. Delaware

(State or country under the law of which it is incorporated)

3. 23-2817856

(FEI number, if applicable)

4. 06/29/1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing

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

7. 145 Keystone Drive, Montgomeryville, PA 18936

(Principal office address)

Suite B

(Current mailing address)

8. The manufacture and distribution of acoustical ceiling systems.

(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

(City)

, 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.

C T Corporation System

By: 

(Registered agent's signature)

STEVEN P. ZIMMER
SPECIAL 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 business addresses of officers and/or directors:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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A. DIRECTORS

Chairman: SEE ATTACHMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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. Steven F. Messmer

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

14. Steven F. Messmer, Vice President

(Typed or printed name and capacity of person signing application)

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OFFICERS

Peter R. Dachowski	President 750 E. Swedesford Road, Valley Forge 19482 PA
Robert Statile	Vice President 750 E. Swedesford Road, Valley Forge 19482 PA
Cédric Woindrich	Vice President and General Manager 750 E. Swedesford Road, Valley Forge 19482 PA
Dennis Stuckey	Vice President, Sales 750 E. Swedesford Road, Valley Forge 19482 PA
Steven F. Messmer	Vice President 750 E. Swedesford Road, Valley Forge 19482 PA
Teresa T. Ciccotelli	Secretary 750 E. Swedesford Road, Valley Forge 19482 PA
John J. Sweeney III	Vice President and Treasurer 750 E. Swedesford Road, Valley Forge 19482 PA
Salvatore J. Marinari	Assistant Treasurer 750 E. Swedesford Road, Valley Forge 19482 PA
Miguel A. del Puerto	Assistant Treasurer 750 E. Swedesford Road, Valley Forge 19482 PA
Carol M. Gray	Assistant Secretary 750 E. Swedesford Road, Valley Forge 19482 PA
Christopher A. Young	Assistant Secretary 750 E. Swedesford Road, Valley Forge 19482 PA

DIRECTORS

Peter R. Dachowski	750 E. Swedesford Road, Valley Forge, PA 19482
Cédric Woindrich	750 E. Swedesford Road, Valley Forge, PA 19482
Jorma Tolonen	DK-2650 HVIDOVRE Denmark

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CERTAINTRED CEILINGS 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 FIFTH DAY OF JULY, A.D. 2007.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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070782971



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5816877

DATE: 07-05-07