

**F12000002488**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)617-6381

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

**FOREIGN PROFIT/NONPROFIT CORPORATION**  
**Masonite International Corporation**

Certificate of Status	0
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Page Count	06
Estimated Charge	\$70.00

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T. Burch JUN 15 2012

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Masonite International Corporation  
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ranell M. Tinsley  
Name of Person

Masonite International Corporation  
Firm/Company

One Tampa City Center, 201 N. Franklin Street, Suite 300  
Address

Tampa, Florida 33602  
City/State and Zip code

rtinsley@masonite.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ranell Tinsley at ( 813 ) 739-3078  
Name of Person Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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.

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1. Mesonite International Corporation

(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. British Columbia, Canada

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

3. \_\_\_\_\_

(FEI number, if applicable)

4. June 9, 2009

(Date of incorporation)

5. Perpetual

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

6. \_\_\_\_\_

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

7. 2771 Rutherford Road, Concord, Ontario L4K 2N6

(Principal office address)

One Tampa City Center, 201 N. Franklin Street, Ste. 300, Tampa, FL 33602

(Current mailing address)

8. Any and all lawful business

(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

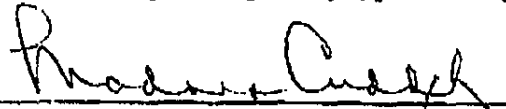
Plantation, Florida 33324

(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.



(Registered agent's signature)

**Madonna Cuddy**  
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.

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

A. DIRECTORS

Chairman: Robert J. Byrne

Address: One Tampa City Center, 201 N. Franklin Street, Suite 300  
Tampa, FL 33602

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

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

Director: Jonathan F. Foster

Address: One Tampa City Center, 201 N. Franklin Street, Suite 300  
Tampa, FL 33602

Director: Kenneth W. Freeman

Address: One Tampa City Center, 201 N. Franklin Street, Suite 300  
Tampa, FL 33602

B. OFFICERS

President: Frederick J. Lynch

Address: One Tampa City Center, 201 N. Franklin Street, Suite 300  
Tampa, Florida 33602

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

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

Secretary: Robert E. Lewis

Address: One Tampa City Center, 201 N. Franklin Street, Suite 300, Tampa, Florida 33602

Treasurer: Joanne Freiburger

Address: One Tampa City Center, 201 N. Franklin Street, Suite 300, Tampa, Florida 33602

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

13. \_\_\_\_\_

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Robert E. Lewis, SVP General Counsel and Corporate Secretary

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

Addendum to Foreign Entity Registration

One Tampa City Center  
201 N. Franklin Street, Suite 300  
Tampa, Florida 33602

DIRECTORS

Robert J. Byrne (Chairman)  
Jonathan F. Foster  
Kenneth W. Freeman  
George A. Lorch  
Frederick J. Lynch  
Francis M. Scricco  
John C. Wills

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Officers

Frederick J. Lynch	President and Chief Executive Officer
Lawrence P. Repar	Executive Vice President, Global Sales and Marketing, and Chief Operating Officer
Glenwood E. Coulter	Executive Vice President, Global Operations and Supply Chain
Mark J. Erceg	Executive Vice President and Chief Financial Officer
Gail A. Auerbach	Senior Vice President Global Human Resources
Robert E. Lewis	Senior Vice President Legal, General Counsel and Corporate Secretary
John M. Przedpejski	Senior Vice President and Chief Information Officer
Steven B. Swartzmiller	Senior Vice President and Chief Technology Officer
Christopher A. Virostek	Senior Vice President Corporate Development
Joanne M. Freiburger	Vice President and Treasurer
Rose M. Murphy	Vice President, Associate General Counsel and Assistant Corporate Secretary
James R. Rabe	Vice President Environmental, Health and Safety
Trevor A. Hewlett	Vice President and Assistant Corporate Secretary



Number: BC0914596

# CERTIFICATE OF GOOD STANDING

**BUSINESS CORPORATIONS ACT**

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SECRETARY OF STATE  
TALLAHASSEE FL 32399

*I Hereby Certify that, according to the corporate register maintained by me, MASONITE INTERNATIONAL CORPORATION/CORPORATION INTERNATIONALE MASONITE is a company that resulted from an amalgamation under the laws of the Province of British Columbia, is a valid and existing company and is, with respect to the filing of annual reports, in good standing.*

*Issued under my hand at Victoria, British Columbia  
On June 14, 2012*

**ANGELO COCCO**  
*A/Registrar of Companies*  
Province of British Columbia  
Canada

