

**Prentice Hall Legal & Financial Services**  
**F 95000001068**

ATTN: Carol (4) 127 195

110 NORTH MAGNOLIA DRIVE SUITE 105  
 TALLAHASSEE, FL 32301

Walk in     Call if Problem     Will Wait     Pick up 11 8 1 00  
 DATE TIME

CORPORATION(S) NAME

CHARTER NUMBER

KAL WALL Corporation  
W93-23821

\*\*\*\*\*  
 \*\*\*\*\*

- Amendment
- Annual Report
- Change of Registered Agent
- Dissolution/Withdrawal
- Domestication
- Fictitious Business Name
- Foreign
- Limited Partnership
- Limited Liability

- Merger
- Name Reservation
- Non-Profit
- Other
- Profit
- Reinstatement
- Resignation of R.A., Off/Dir
- Trademark

- Certified Copy
- Photocopy
- Corporate Print-Out
- Fictitious/Owner Search

- CUS
- Good Standing
- R.A., Off/Dir Search

FOR PRENTICE HALL'S USE ONLY

ATTN: Carol  
 REF/JOB # 124-94-00002 Boston

CLIENT MATTER # \_\_\_\_\_

VERBAL REQUESTED: YES OR NO pouch

DATE SENT: \_\_\_\_\_ MAIL FAX FED EXP.

SENT TO: \_\_\_\_\_

CHECK #	_____
ST./CTY. FEES	<u>70</u>
SPEC. HANDL.	_____
MESSENGER	_____
FAX FEE	_____



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

November 8, 1993

KATRINA PRENTICE-HALL

SUBJECT: KALWALL CORPORATION  
Ref. Number: W93000023821

*11/08/93  
received  
Prentice-Hall*

We have received your document for KALWALL CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that KALWALL CORPORATION has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". Please contact this office concerning the date first transacted business in Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 693A00137842



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 28, 1993

KATRINA/ PRENTICE-HALL

SUBJECT: KALWALL CORPORATION  
Ref. Number: W93000023821

We have received your request for a refund for KALWALL CORPORATION, reject number W93000023821. We cannot process a refund for this filing since the corporation has done business in Florida without receiving authority to do so.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, an affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 693A00143217



FLORIDA DEPARTMENT OF STATE

Lee Rivers  
Document Examiner

April 8, 1994

KATRINA/ PRENTICE-HALL  
PLEASE FORWARD TO CLIENT

SUBJECT: KALWALL CORPORATION  
Ref. Number: W93000023821

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office by KALWALL CORPORATION.

The application states that the corporation began transacting business in Florida December 18, 1985. Pursuant to Chapter 607.1502 of the Florida Statutes (copy attached), the corporation must submit payment of the \$4,601.25 due in penalty and annual report fees before we can file the application. The corporation must also pay a charter tax. Attached is the form you must fill out and return so that we may calculate the amount of this tax.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 394A00015704



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

November 30, 1994

RICHARD SEVERANCE  
KALWALL CORPORATION  
1111 CANDIA ROAD  
MANCHESTER, NH 03109

SUBJECT: KALWALL CORPORATION  
Ref. Number: W93000023821

**CERTIFIED MAIL #Z 751 934 213  
RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of KALWALL CORPORATION to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by KALWALL CORPORATION for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$4601.25 are now due. To avoid further penalty, payment must be remitted within 15 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Douglas D. Sunshine, Assistant General Counsel

Enclosures Letter No. 994A00051240



FLORIDA DEPARTMENT OF STATE  
Sandia B. Mertham  
Secretary of State

January 18, 1995

RICHARD SEVERANCE  
KALWALL CORPORATION  
1111 CANDIA ROAD  
MANCHESTER, NH 03109

SUBJECT: KALWALL CORPORATION  
Ref. Number: W93000023821

We have received your document for KALWALL CORPORATION and your check(s) totaling \$4601.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

As noted in our letter of April 8, 1994, a copy of which is enclosed, the corporation must pay a charter tax. We are enclosing another charter tax worksheet. Please fill in the five highlighted lines and return the form to my attention at the address below; I will compute and advise you of the amount due for charter tax.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 495A00002008



RECEIVED FEB 03 1995

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mothman  
Secretary of State

January 31, 1995

RICHARD SEVERANCE  
KALWALL CORPORATION  
1111 CANDIA ROAD  
MANCHESTER, NH 03109

SUBJECT: KALWALL CORPORATION  
Ref. Number: W93000023821

We have received your charter tax worksheet. The amount due for charter tax is \$30.00. Please submit your check for \$30.00 so that we may file your application.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 195A00003982

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

SUBJECT: Kalwall Corporation  
(Name of corporation)

REC'D  
CORPORATION  
SECTION-7

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

Richard Baldwin  
(Name of Person)  
Kalwall Corporation  
(Firm/Company)  
P.O.Box 4105  
(Address)  
Manchester, NH 03108-4105  
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Richard Baldwin at ( 603 ) 627 - 7887  
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:  
Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:  
Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



Florida Department of State, Jim Smith, Secretary of State

THIS FORM IS TO BE COMPLETED BY CORPORATIONS WHO HAVE BEEN TRANSACTING BUSINESS IN FLORIDA PRIOR TO QUALIFICATION TO DETERMINE CHARTER TAX THAT MUST BE PAID.

Authorized number of shares (itemized by class and par value) the corporation had when it first transacted business in Florida (if shares have no par value enter NPV along with the number of shares). 10,000 shares 11.00 par value

"VALUE" may be defined in any terms consistent with generally accepted accounting principles.

A. Estimated Value of all property owned by Corporation for the year it first transacted business in Florida, wherever located. \$ 15,400

B. Estimated Gross amount of business transacted by the Corporation for the year it first transacted business in Florida. \$ 1,311,839

C. Estimated Value of all property in Florida owned by the Corporation for the year it first transacted business in Florida. \$ 0

D. Estimated Gross amount of business transacted in Florida by the Corporation during the year it first transacted business in Florida. \$ 1,311,839

E. TOTAL of "A" and "B" \$ 3,746,116

F. TOTAL of "C" and "D" \$ 1,311,839

G. DIVIDE "F" by "E" \$ .0347557

H. Corporations with Par Value Stock: Multiply "G" and Authorized Shares and their par value.

I. Corporations with No Par Value Stock: Multiply "G" by Total Authorized Shares. \$

THIS PORTION IS FOR OFFICE USE ONLY AND IS TO BE COMPLETED BY DOCUMENT EXAMINER UPON QUALIFICATION.

DOCUMENT NUMBER \_\_\_\_\_  
CORPORATION NAME \_\_\_\_\_  
PENALTY PAID FOR YEAR(S) \_\_\_\_\_  
CHARTER TAX PAID \_\_\_\_\_  
AR FEE PAID FOR YEAR(S) \_\_\_\_\_

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

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

1. Kalwall Corp. [REDACTED]  
(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. New Hampshire 3. 02-0237271  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/18/1955 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 12/18/1985  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. Kalwall Corporation  
1111 Candia Rd., Manchester, NH 03109  
(Current mailing address)

8. Sale of translucent fiberglass panels  
(Purposes) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: THE PRENTICE-HALL CORPORATION SYSTEM, INC.

Office Address: 110 NORTH MAGNOLIA STREET

TALLAHASSEE, Florida, 32301  
(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.*

[Signature]  
(Registered agent's signature)

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:

A. DIRECTORS

Chairman: Robert R. Keller  
Address: P.O. Box 4105  
Manchester, NH 03108 4105

Vice Chairman: Richard R. Keller  
Address: 1111 Candia Rd.  
Manchester, NH 03109

Director: Bruce M. Keller  
Address: 1111 Candia Rd.  
Manchester, NH 03109

Director: Robert R. Keller, Jr.  
Address: P.O. Box 4105  
Manchester, NH 03108-4105

B. OFFICERS


President: Richard R. Keller  
Address: 1111 Candia Rd.  
Manchester, NH 03109

Vice President: Bruce M. Keller  
Address: 1111 Candia Rd.  
Manchester, NH 03109

Secretary: Richard Severance  
Address: P.O. Box 4105  
Manchester, NH 03108-4105

Treasurer: Bruce M. Keller  
Address: 1111 Candia Rd.  
Manchester, NH 03109

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

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

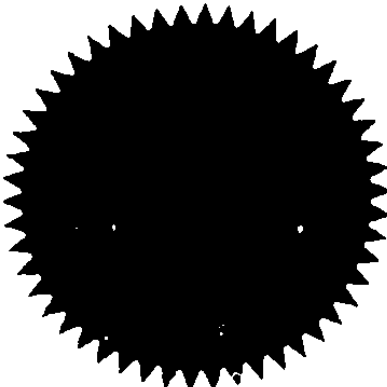
14. Richard Severance, Secretary  
(Typed or printed name and capacity of person signing application)

State of New Hampshire  
Department of State

CERTIFICATE OF EXISTENCE

I, William M. Gardner, Secretary of State of the State of New Hampshire,  
heroby certify that KALWALL CORP. is a New Hampshire corporation duly  
incorporated under the laws of the State of New Hampshire on November  
1955. I further certify that all fees and annual reports required by the  
Secretary of State's office have been received and that articles of  
dissolution have not been filed.

95183-7  
213  
DIVISION



IN TESTIMONY WHEREOF, I hereto set  
my hand and cause to be affixed the  
Seal of the State of New Hampshire  
this 2nd day of November, 1993.

*William M. Gardner*

William M. Gardner  
Secretary of State