

# F96000002676

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100001842881  
-05/29/96--01082--021  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

ProSource, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Merger

☐ Mark

☐ Other

☐ Change of Name

☐ CUS

☐ After 4:30

☒ Pick Up

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5-29

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TRANSACT BUSINESS IN FLORIDA**

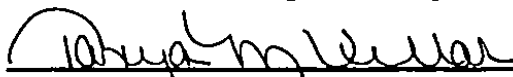
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. ProSource, Inc.  
(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. Delaware  
(State or country under the law of which it is incorporated)
3. 65-0335019  
(FEI number, if applicable)
4. May 13, 1992  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))
7. 550 Biltmore Way, 10th Floor, Coral Gables, Florida 33134  
(Current mailing address)
8. holding company  
(Purpose(s) 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: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)  
TANYA M. VILLAR  
SPECIAL ASSISTANT SECRETARY

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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: See attached list of directors

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

Vice Chairman: See attached list of directors

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

Director: See attached list of directors

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

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

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

B. OFFICERS

President: See attached list of officers

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

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

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

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

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

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

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

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

13.

*Paul A. Garcia de Quevedo*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paul A. Garcia de Quevedo, Secretary

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

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**ProSource, Inc.**

**Corporate Officers**

David R. Parker, Chairman  
950 Castile Avenue., Coral Gables, FL 33134  
S.S.# 454-68-6108

Thomas C. Highland, President, Chief Executive Officer  
7120 Lago Drive West, Coral Gables, FL 33143  
S.S.# 313-42-7793

Daniel J. Adzia, Vice Chairman & Chief Marketing Officer  
1975 Pleasant Hill Lane, Lisle, IL 60532  
S.S.# 304-42-6059

William F. Evans, Executive Vice President & Chief Financial Officer  
1020 West 55th Street, Kansas City, MO 64113  
S.S.# 330-40-7952

Paul A. Garcia de Quevedo, Vice President, Treasurer & Secretary  
5810 S.W. 91 Avenue, Miami, FL 33173  
S.S.# 262-02-5925

+  
Dr. Anthony R. Melman, Assistant Secretary  
32 Hillholm Blvd., Richmond Hill, Ontario, Canada L4B-253  
S.S.# 117-528-380

John P. Gainor, Assistant Secretary  
5N653 Farrier Point Lane, St. Charles, IL 60175  
S.S.# 182-50-5583

Robert H. Winstead, Assistant Secretary  
541 Brickell Avenue, #3504, Miami, FL 33129  
S.S.# 229-78-3499

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ProSource, Inc.

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Board of Directors

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**OFFICE ADDRESS**

**HOME ADDRESS**

**NAME**

ProSource Services Corporation  
1020 West 31st Street, 6th Floor  
Downers Grove, IL 60515

1975 Pleasant Hill Lane  
Lisle, IL 60532

Michael Carpenter

The Travelers, Inc.  
90 State House Square  
Hartford, CT 06183

134 Otter Rock Drive  
Greenwich, CT 06830

Thomas C. Highland

ProSource Services Corporation  
550 Baltimore Way, 10th Floor  
Coral Gables, FL 33134

7120 Lago Drive West  
Coral Gables, FL 33143

William F. Evans

ProSource Services Corporation  
550 Baltimore Way, 10th Floor  
Coral Gables, FL 33134

1020 West 55th Street  
Kansas City, MO 33040-7952

C. Lee Johnson

The Limited Distribution Services  
2 Limited Parkway  
Columbus, OH 43230

1427 Roxbury Road, Manor South  
Columbus, OH 43212

Anthony R. Melman

Orex Corporation  
161 Bay Street, 49th Floor  
Toronto, Ontario M5J 2S1  
Canada

11 Dewbourne Avenue  
Toronto, Canada M4T 1B9

Anthony Munk

Orex Corporation  
161 Bay Street, 49th Floor  
Toronto, Ontario M5J 2S1  
Canada

81 Woodlawn Avenue East  
Toronto, Canada M4T 1B9

David R. Parker

ProSource Services Corporation  
550 Baltimore Way, 10th Floor  
Coral Gables, FL 33134

930 Castile Avenue  
Coral Gables, FL 33134

Gerald W. Schwartz

Orex Corporation  
161 Bay Street, 49th Floor  
Toronto, Ontario M5J 2S1  
Canada

37 Cluny Drive  
Toronto, Ontario M4W 2P9  
Canada

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**ProSource, Inc.**

**Board of Directors  
(Continued)**

**R. Geoffrey P. Styles**

**Royal Bank Plaza  
Suite #3115  
Toronto, Ontario M5J 2J5  
Canada**

**8 York Ridge Road  
Willowdale, Ontario  
Canada**

**Michael E. Treacy**

**Treacy & Company  
5 Cambridge Center, 10th Floor  
Cambridge, MA 02142**

**3 West Cedar Street  
Boston, MA 02108**

**The terms of these officers expire at the time of the next election which has not yet been determined.**

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROSOURCE, 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 TWENTIETH DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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*Edward J. Freel*  
Edward J. Freel, Secretary of State

2297501 8300

960145195

AUTHENTICATION:

DATE:

7952146

05-20-96