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CSC networks
PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 132794 6002A

AUTHORIZATION : *Patricia Pyatt*

COST LIMIT : \$ 70.00

ORDER DATE : October 25, 1996

ORDER TIME : 10:03 AM

ORDER NO. : 132794-005

100001987171--3

CUSTOMER NO: 6002A

CUSTOMER: Chris Outlaw, Esq
Hunter Douglas Inc.
2 Park Way & Route 17 South

U. Saddle River, NJ 07458

FOREIGN FILINGS

NAME: HUNTER DOUGLAS REAL PROPERTY,
INC.

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

4/10/28

FILED
RECEIVED
96 OCT 28 PM 1:11
95 OCT 28 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA CORPORATION

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. HUNTER DOUGLAS REAL PROPERTY, 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 3. 22-3170022
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. APRIL 23, 1992 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Business has not yet been conducted in Florida
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 2 PARK WAY
UPPER SADDLE RIVER, NJ 07458
(Current mailing address)

8. ANY LAWFUL PURPOSE
(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: Corporation Service Company

Office Address: 1201 Hayes 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.

By: Lisa G. Mulligan Lisa G. Mulligan Assistant Vice-President
(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.

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98 OCT 28 PM 1:14
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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Gerard Fuchs
 Address: 2 Park Way
Upper Saddle River, NJ 07458
 Vice-Chairman: Maurice Hopkins
 Address: 2 Park Way
Upper Saddle River, NJ 07458
 Director: Ajit Mehra
 Address: 2 Park Way, Upper Saddle River, NJ 07458
 Director: Geoffrey Parnass
 Address: 2 Park Way, Upper Saddle River, NJ 07458

B. OFFICERS

President: Maurice Hopkins
 Address: 2 Park Way, Upper Saddle River, NJ 07458
 Vice President: Ajit Mehra
 Address: 2 Park Way, Upper Saddle River, NJ 07458
 Secretary: Geoffrey Parnass
 Address: 2 Park Way, Upper Saddle River, NJ 07458
 Treasurer: James Leaking
 Address: 2 Park Way, Upper Saddle River, NJ 07458

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

13.

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

14.

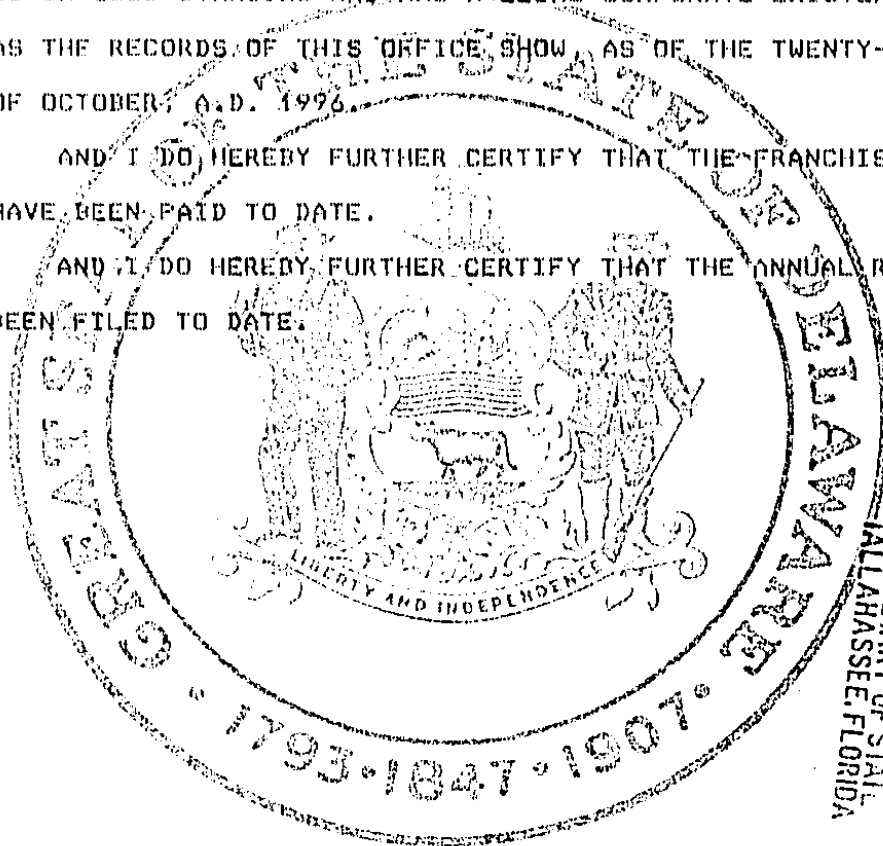
Geoffrey Parnass, Secretary
 (Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HUNTER DOUGLAS REAL PROPERTY, 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 TWENTY-FIFTH DAY OF OCTOBER, A.D. 1996.

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

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



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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



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960311187

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

8163716

10-25-96