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FOREIGN PROFIT QUALIFICATION

Starlite Manufacturing, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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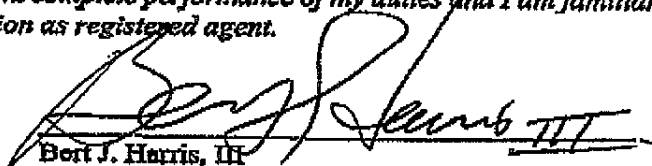
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*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. Name of Corporation: **STARLITE MANUFACTURING, INC.**
- 2. State of Incorporation: **Delaware**
- 3. FEI Number: **01-0522341**
- 4. Date of Incorporation: **December 11, 1998**
- 5. Duration: **Perpetual**
- 6. Date First Transacted Business: **January 5, 1999**
- 7. Current Mailing Address: **20 Inverness Road, Falmouth, Maine 04105**
- 8. Purpose of Corporation: **Any lawful purpose under General Corporation Law of Delaware**
- 9. Name and Address of Florida Registered Agent:  
**Bert J. Harris, III**  
**325 Central Avenue**  
**Lake Placid, Florida 33852**
- 10. Registered Agent's Acceptance:

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*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.*

  
Bert J. Harris, III

- 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: Shawn McKenna  
20 Inverness Road  
Falmouth, Maine 04105

Vice-Chairman: Keith C. Shaughnessy  
108 Beach Street  
Manchester, Massachusetts 01944

Director: David B. Gould  
26 Rivers Edge Drive  
Kennebunk, Maine 04043-2252

Director: Gregory S. Leonard  
8024 Monier Way  
Orlando, Florida 32835

B. OFFICERS:

President: Shawn McKenna  
20 Inverness Road  
Falmouth, Maine 04105

Vice President:  
and Ass't Treasurer Keith C. Shaughnessy  
108 Beach Street  
Manchester, Massachusetts 01944

Secretary: David B. Gould  
26 Rivers Edge Drive  
Kennebunk, Maine 04043-2252

Treasurer: Gregory S. Leonard  
8024 Monier Way  
Orlando, Florida 32835

13. (Signature of Chairman)

  
Shawn McKenna, President

*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STARLITE MANUFACTURING, 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 THIRTY-FIRST DAY OF DECEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9497987

DATE:

12-31-98