

M01000002094

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

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(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

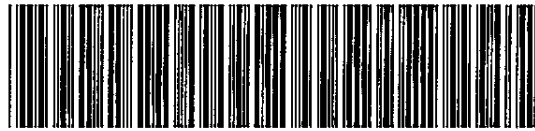
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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M01-2094  
R

# HAWORTH

One Haworth Center Holland, MI 49423-9576 USA Phone 616.393.3000 Fax 616.393.1570

Haworth, Inc.  
One Haworth Center  
Holland, MI 49423

July 22, 2004

Mr. Lee Rivers  
Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

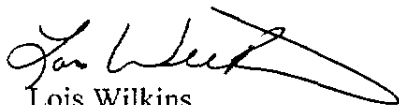
Re: Group Lacasse LLC  
Reference: M01000002094

Dear Mr. Rivers:

Enclosed is an Amendment for a name change. The name should be Groupe Lacasse LLC. There was an error on the Certificate of Merger issued by the State of Michigan. The incorrect Certificate of Merger was sent to you on March 29, 2004. Enclosed you will find a corrected Certificate of Merger with the name Groupe Lacasse LLC.

Please call me if you have additional questions at 616-393-1855.

Respectfully,



Lois Wilkins  
Tax Accountant  
Haworth, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO  
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Florida Department of State: Group Lacasse LLC
2. Jurisdiction of its organization: Michigan
3. Date authorized to do business in Florida: 4/1/2004

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 1/3/2004
5. New name of the limited liability company: Groupe Lacasse LLC
6. If the amendment changes the period of duration, indicate new period of duration: \_\_\_\_\_
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: \_\_\_\_\_
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: \_\_\_\_\_
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

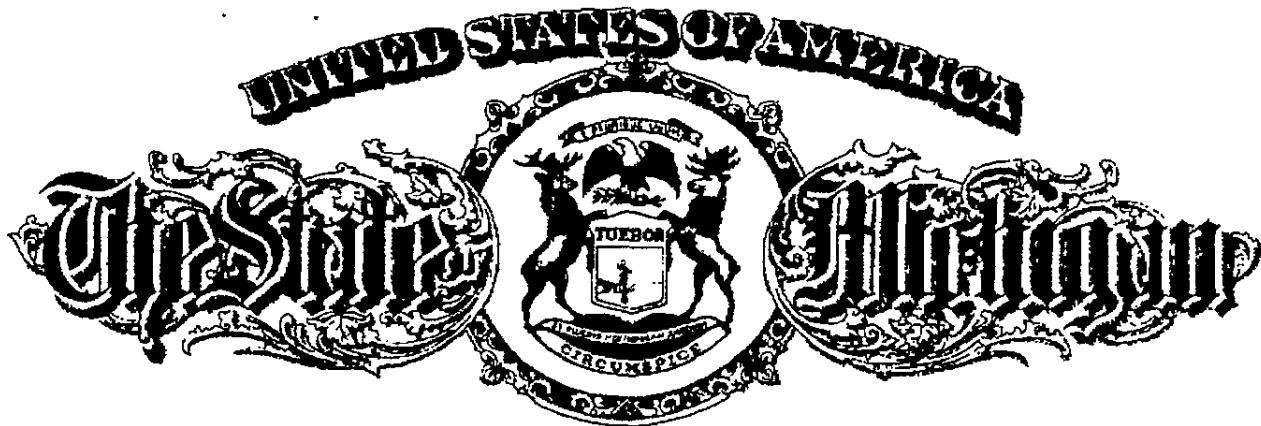
John T. Marcusse  
Signature of a member or the authorized representative of a member

John T. Marcusse  
Typed or printed name of signee

Filing Fee: \$25.00

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA  
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Michigan Department of Consumer and Industry Services

Lansing, Michigan

*This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.*

*This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.*



*In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 9th day of June, 2004*

*Andrew S. Mitchell*, Director

Bureau of Commercial Services

Sent by Facsimile Transmission

792492

# *Michigan Department of Consumer and Industry Services*

## *Filing Endorsement*

*This is to Certify that the CERTIFICATE OF MERGER*

*for*

*GROUPE LACASSE LLC*

*ID NUMBER: B46166*

*received by facsimile transmission on December 9, 2003 is hereby endorsed filed on December 15, 2003 by the Administrator. The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.*

*Effective Date: January 3, 2004*



*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 15th day of December, 2003.*

A handwritten signature in black ink, appearing to read "Andrew G. Mitchell".

*, Director*

*Bureau of Commercial Services*

BCS/CO-150m (Rev. 0401)

<b>MICHIGAN DEPARTMENT OF CONSUMER &amp; INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES</b>	
Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	

Name		
James H. Breay		
Address		
900 Fifth Third Center, 111 Lyon Street, N.W.		
City	State	Zip Code
Grand Rapids	MI	49503

<b>EFFECTIVE DATE:</b>
Expiration date for new assumed names: December 31,
Expiration date for transferred assumed names appear in item 6

Document will be returned to the name and address you enter above.  
If left blank document will be mailed to the registered office.

**CERTIFICATE OF MERGER**  
**Cross Entity Merger for use by Profit Corporations, Limited Liability Companies  
and Limited Partnerships**

*Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:*

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

First Source Furniture Group LLC	B46166
Lacasse USA Inc.	36848A

b. The name of the surviving (new) entity and its identification number is:

First Source Furniture Group LLC	B46166
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Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:  
One Haworth Center, Holland, Michigan 49423

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 3<sup>rd</sup> day of January, 2004.

**3. Complete for Profit Corporations Only**

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Lacasse USA Inc.	500 shares of common stock, no par value		

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows: Each of the 500 outstanding shares of common stock of Lacasse USA Inc. shall be canceled on the effective date of the merger, and Haworth, Inc. shall continue as the sole member of First Source Furniture Group LLC.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by the majority consent of the incorporators of \_\_\_\_\_ a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator) (Type or Print Name) (Signature of Incorporator) (Type or Print Name)

(Signature of Incorporator) (Type or Print Name) (Signature of Incorporator) (Type or Print Name)

b) The plan of merger was approved by:  the Board of Directors \_\_\_\_\_ of the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Lacasse USA Inc.

By John T. Marcusse  
(Signature of Authorized Officer or Agent)

John T. Marcusse  
(Type or Print Name)

Lacasse USA Inc.  
(Name of Corporation)

By \_\_\_\_\_  
(Signature of Authorized Officer or Agent)

(Type or Print Name)

(Name of Corporation)

4. Complete for any Limited Liability Companies only

Check one of the following:

There are no changes to be made to the Articles of Organization of the surviving limited liability company.

The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:  
 Article 1 of the Articles of Organization of First Source Furniture Group LLC will be amended to read as follows:

"Article 1  
 The name of the limited liability company is Groupe Lacasse LLC."

The manner and basis of converting the membership interests are as follows:  
 Haworth, Inc., a Michigan corporation, will continue to be the sole member of the surviving limited liability company.

The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

The Plan of Merger was approved by the members of each domestic limited liability company in accordance with section 705a(5) and by each constituent business organization in the manner provided by the laws of the jurisdiction in which it is organized.

For each limited liability company involved in the merger, this document is signed in accordance with Section 103 of the Act.

Signed this 3 day of December, 2003

HAWORTH, INC.

By John T. Marcusse  
 (Signature of Member or Manager)

John T. Marcusse  
 (Type or Print Name)

First Source Furniture Group LLC  
 (Name of Limited Liability Company)

Signed this \_\_\_\_\_ day of \_\_\_\_\_,

By \_\_\_\_\_  
 (Signature of Member or Manager)

\_\_\_\_\_  
 (Type or Print Name)

\_\_\_\_\_  
 (Name of Limited Liability Company)

5. Complete for any Limited Partnership only



