



THE UNITED STATES
CORPORATION
COMPANY

F000000000177

ACCOUNT NO. : 072100000032

REFERENCE : 541148 4814974

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 6, 2000

ORDER TIME : 10:46 AM

ORDER NO. : 541148-010

CUSTOMER NO: 4814974

CUSTOMER: Mr. David E. Smith
Mcsweeney Burtch & Crump
11 South Twelfth Street
P.O. Box 1463
Richmond, VA 23212

900003094799--9
-01/11/00--01061--024
*****78.75 *****78.75

FOREIGN FILINGS

NAME: U S AUTOMOTIVE FRICTION, INC.

XXXX QUALIFICATION (TYPE: CO)

5

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 11 AM 3:50

RECEIVED
00 JAN 11 PM 12:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

312
1/11/00

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: US Automotive Friction, Inc.
(Name of corporation - must include suffix)

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:

Beverley L. Crump, Esquire
(Name of Person)

McSweeney, Burtch & Crump, P.C.
(Firm/Company)

P.O. Box 1463
(Address)

Richmond, Virginia 23218
(City/State/Zip)

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

David E. Smith at (804) 783-6817
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 11 AM 3:50

**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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 11 AM 3:50

1. US Automotive Friction, 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. 54-1153643

(FEI number, if applicable)

4. December 8, 1980

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 3, 2000

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Route 627 Airport Drive

Tappahannock, Virginia 22560

(Current mailing address)

8. Manufacture and sale of automotive brake shoes and any other lawful purpose
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company, Inc.

Office Address: 1201 Hays 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.

Laura R. Dunlap
as its agent
(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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: John W. Kohut

Address: 711 5th Avenue, 14th Floor

New York, New York 10022

Director
Vice Chairman: Martin Chevalier

Address: Route 627 Airport Drive

Tappahannock, Virginia 22560

Director: Mandel Sherman

Address: 750 Shames Drive

Westbury, New York 11590

Director: David Love

Address: 68 Hammond Pond Parkway

Chestnut Hill, Massachusetts 02167

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Martin Chevalier, President and CEO

Address: Route 627 Airport Drive

Tappahannock, Virginia 22560

Vice President: _____

Address: _____

Secretary: Karen Connery, Treasurer and Asst. Secretary

Address: 1875 E. Lake Mary Boulevard

Sanford, Florida 32773

Treasurer: _____

Address: _____

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

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

14. Martin Chevalier, President and Director
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 11 AM 3:50

State of Delaware
Office of the Secretary of State

PAGE 1

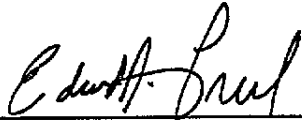
FILED STATE
SECRETARY OF CORPORATIONS
00 JAN 11 AM 3:50

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U S AUTOMOTIVE FRICTION, 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 SIXTH DAY OF JANUARY, A.D. 2000.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "U S AUTOMOTIVE FRICTION, INC." WAS INCORPORATED ON THE EIGHTH DAY OF DECEMBER, A.D. 1980.




Edward J. Freel, Secretary of State

0904084 8300

AUTHENTICATION: 0184263

001008563

DATE: 01-06-00