

F000000000 415



Direct Phone: 216.274-2217
Direct Fax: 216.274-2417
E-mail: gmnine-bunnell@hahnlaw.com

January 11, 2000

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Florida Department of State
Division of Corporations
Qualifications/Tax Lien Section
P.O. Box 6327
Tallahassee, Florida 32314

000003102440--9
-01/19/00--01041--006
*****70.00 *****70.00

Re: Foreign Qualification of Conferon, Inc.

Dear Sir/Madam:

Enclosed for filing please find the following in reference to the foreign qualification for the above-captioned Ohio corporation:

1. The Application Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. Certificate of Good Standing issued by the Ohio Secretary of State; and
3. A check in the amount of \$70.00 to cover the registration fee.

Please return your Letter of Acknowledgment to me at your very earliest convenience upon the recording of the foreign application.

If you have any questions, please do not hesitate to call me (collect) at the above telephone number.

Name	
Availability	
Document	
Exhibitor	
Updater	
Holder	
Enclosures	
cc:	Jeffrey M. Folkman, Esq. (w/encl.)
cc:	W. P. Verlyer

Sincerely yours,

Gretchen M. Nine-Bunnell
Legal Assistant

FILED
00 JAN 19 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. CONFERON, 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. OHIO 34-1139972 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. APRIL 1, 1974 PERPETUAL 5. _____
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. DECEMBER 11, 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2500 ENTERPRISE PARKWAY EAST
TWINSBURG, OHIO 44087-2337
(Current mailing address)
8. TO PLAN MEETINGS, CONVENTIONS AND CONFERENCES FOR ASSOCIATIONS AND CORPORATE CLIENTS AS WELL AS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE FORMED.
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Leslie Maneely

Office Address: 2224 Ocean Drive South, Apartment 1

Jacksonville Beach, FL

32250
(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.


(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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TALLAHASSEE, FLORIDA

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: BRUCE W. HARRIS

Address: 2500 ENTERPRISE PARKWAY EAST

TWINSBURG, OHIO 44087-2337

Vice Chairman: ANDREW W. STRAUSS

Address: 50 PUBLIC SQUARE, SUITE 4000

CLEVELAND, OHIO 44113

Director: DAVID J. LUTZ

Address: 2500 ENTERPRISE PARKWAY EAST

TWINSBURG, OHIO 44087-2337

Director: STEWART A. KOHL

Address: 50 PUBLIC SQUARE, SUITE 4000

CLEVELAND, OHIO 44113

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

President: BRUCE W. HARRIS

Address: 2500 ENTERPRISE PARKWAY EAST

TWINSBURG, OHIO 44087-2337

Vice President: DAVID J. LUTZ

Address: 2500 ENTERPRISE PARKWAY EAST

TWINSBURG, OHIO 44087-2337

Secretary: ANDREW W. STRAUSS

Address: 50 PUBLIC SQUARE, SUITE 4000

CLEVELAND, OHIO 44113

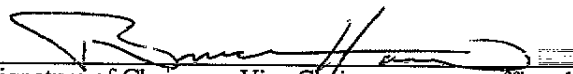
Treasurer: MICHAEL S. GUERRIERO

Address: 2500 ENTERPRISE PARKWAY EAST

TWINSBURG, OHIO 44087-2337

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

13.

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

14.

BRUCE W. HARRIS, CHIEF EXECUTIVE OFFICER/PRESIDENT

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

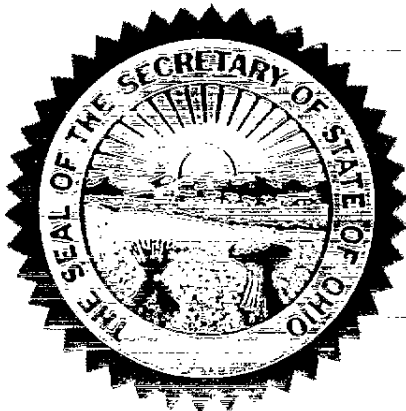
00 JAN 19 AM 9:08

FILED

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

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I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show CONFERON, INC., an Ohio corporation, Charter No. 451570, having its principal location in Solon, County of Cuyahoga, was incorporated on April 1, 1974 and is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official seal

Columbus, Ohio on

December 15, 1999

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00 JAN 19 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State