

Document Number Only

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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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*****87.50 *****87.50

CORPORATION(S) NAME

Meridian Berkshire, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
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Verifier _____
Acknowledgement _____
W.P. Verifier _____

02/14/00

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2/14/00

FILED
SECRETARY OF CORPORATIONS
00 FEB 14 PM 2:02
RECEIVED
00 FEB 14 PM 12:07
TALLAHASSEE, FLORIDA

**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. Meridian Berkshire, 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

(State or country under the law of which it is incorporated)

3. 31-6331540

(FEI number, if applicable)

4. June 16, 1987

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

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

7. c/o Joseph Beech III, 441 Vine Street, 14th Fl.

Cincinnati, Ohio 45202

(Current mailing address)

8. Investment holding company

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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.

C T Corporation System

Susan J. Metz
(Registered agent's signature)

Susan J. Metz
Assistant Secretary

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: See Exhibit A attached hereto.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Exhibit B attached hereto.

Address: _____

Vice President: _____

Address: _____

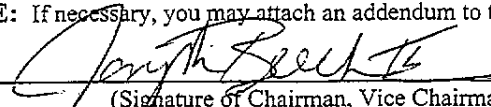
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Joseph Beech III, Vice President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 14 PM 2:02

**MERIDIAN BERKSHIRE, INC.
DIRECTORS**

EXHIBIT A

<u>Name</u>	<u>Address</u>
Joseph Beech III	1400 Carew Tower 441 Vine Street Cincinnati, Ohio 45202
Albert D. Cash	Cash & Cash LLP 1000 Tri-State Building 432 Walnut Street Cincinnati, Ohio 45202
Robert H. Castellini	312 Elm Street, Suite 2600 Cincinnati, Ohio 45202
William O. DeWitt, Jr.	300 Main Street Cincinnati, Ohio 45202
John D. Peckskamp, Jr.	1053 Catawba Valley Drive Cincinnati, Ohio 45226
Mercer Reynolds	300 Main Street Cincinnati, Ohio 45202
Richard H. Sutphin	300 Main Street Cincinnati, Ohio 45202

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**MERIDIAN BERKSHIRE, INC.
OFFICERS**

EXHIBIT B

<u>Name</u>	<u>Office</u>	<u>Address</u>
Joseph D. Peckskamp, Jr.	President and Treasurer	1053 Catawba Valley Drive Cincinnati, Ohio 45226
Joseph Beech III	Vice President and Secretary	1400 Carew Tower 441 Vine Street Cincinnati, Ohio 45202
Linda Buehler	Assistant Secretary	300 Main Street Cincinnati, Ohio 45202

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

}

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 MERIDIAN BERKSHIRE, INC., an Ohio corporation, Charter No. 702993, having its principal location in Cincinnati, County of Hamilton, was incorporated on June 16, 1987 and is currently in GOOD STANDING upon the records of this office.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 14 PM 2:03

WITNESS my hand and official seal

at Columbus, Ohio on

February 3, 2000



J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State