

CCRS  
103 N. MERIDIAN STREET  
TALLAHASSEE, FL 32301  
222-1173

**F010000002396**

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 5-4-01

REF. #: 0631.15889

CORP. NAME: GLASSALUM HOLDING CORP

FILED  
01 MAY -4 PM 12:50  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

☐ ARTICLES OF INCORPORATION

☐ ARTICLES OF AMENDMENT

☐ ARTICLES OF DISSOLUTION

☐ ANNUAL REPORT

☐ TRADEMARK/SERVICE MARK

☐ FICTITIOUS NAME

☒ FOREIGN QUALIFICATION

☐ LIMITED PARTNERSHIP

☐ LIMITED LIABILITY

☐ REINSTATEMENT

☐ MERGER

☐ WITHDRAWAL

☐ CERTIFICATE OF CANCELLATION

☐ UCC-1

☐ UCC-3

☐ OTHER:

10/17 UUU26547

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAY -4 AM 11:08  
TALLAHASSEE, FLORIDA  
TO THE COMMISSIONER  
SUFFICIENCY OF FILING

STATE FEES PREPAID WITH CHECK# FOR \$

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

8000004136368--2

-05/04/01--01053--003

\*\*\*\*\*70.00 \*\*\*\*\*70.00

COST LIMIT: \$

PLEASE RETURN:

☐ CERTIFIED COPY

☐ CERTIFICATE OF GOOD STANDING

☐ CERTIFICATE OF STATUS

☒ PLAIN STAMPED COPY

Notary's Initials

h2517 MK  
2/9

**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

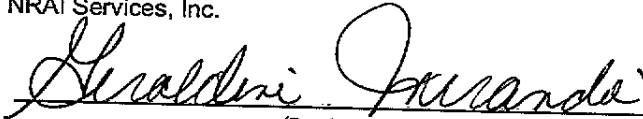
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1. Glassalum Holding<sup>5</sup> Corp.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural 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. 13-4122897  
(FEI number, if applicable)
4. March 6, 2000  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 780 Third Avenue, 40th Flr, New York, N.Y. 10017  
(Principal office address)  
  
\_\_\_\_\_  
(Current mailing address)
8. To transact all lawful business for which a corporation may be in-  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) corporated
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) in the State of Delaware.  
Name: NRAI Services, Inc.  
Office Address: 526 E. Park Avenue  
Tallahassee, Florida 32301  
(City) (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.*

NRAI Services, Inc.



(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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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached Annex 1

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: See attached Annex 2.

Address:

Vice President:

Address:

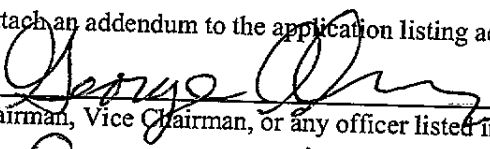
Secretary:

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. George Henry, Secretary  
(Typed or printed name and capacity of person signing application)

ANNEX 1

DIRECTORS OF GLASSALUM HOLDINGS CORP.

Elliot Kracko (Chairman)  
**DIAMOND INSTALLATIONS, INC.**  
34 Evans Street  
New Rochelle, New York 10801  
(914) 576-1301

John R. Barker

**GLASSALUM INTERNATIONAL CORPORATION**  
7933 N.W. 71<sup>st</sup> Street  
Miami, Florida 33166  
(305) 592-1212

Matthew Chanin  
**PRUDENTIAL INSURANCE COMPANY OF AMERICA**  
100 Mulbury Street - 9<sup>th</sup> Floor  
Gateway Center Four  
Newark, NJ 07102-4077  
(973) 802-7112

T.J. Maloney  
**LINCOLNSHIRE MANAGEMENT, INC.**  
780 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10017  
(212) 319-3633

Peter Van Raalte  
**LINCOLNSHIRE MANAGEMENT, INC.**  
780 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10017  
(212) 319-3633

Thomas Howes  
**LINCOLNSHIRE MANAGEMENT, INC.**  
780 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10017  
(212) 319-3633

George Henry  
**LINCOLNSHIRE MANAGEMENT, INC.**  
780 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10017

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ANNEX 2

**OFFICERS OF GLASSLUM HOLDINGS CORP.**

Elliot Kracko (Chairman)  
**DIAMOND INSTALLATIONS, INC.**  
34 Evans Street  
New Rochelle, New York 10801  
(914) 576-1301

John R. Barker (President)  
**GLASSALUM INTERNATIONAL CORPORATION**  
7933 N.W. 71<sup>st</sup> Street  
Miami, Florida 33166  
(305) 592-1212

Peter Van Raalte (Executive Vice President)  
**LINCOLNSHIRE MANAGEMENT, INC.**  
780 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10017  
(212) 319-3633

Thomas Howes (Executive Vice President)  
**LINCOLNSHIRE MANAGEMENT, INC.**  
780 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10017  
(212) 319-3633

George Henry (Treasurer and Secretary)  
**LINCOLNSHIRE MANAGEMENT, INC.**  
780 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10017  
(212) 319-3633

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State of Delaware  
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLASSALUM HOLDINGS CORP." IS INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GLASSALUM HOLDINGS CORP." WAS INCORPORATED ON THE SIXTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State