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AUTHORIZATION : *Patricia*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 17, 2001

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ORDER NO. : 047309-005

CUSTOMER NO: 4810371

CUSTOMER: Ms. Vivian Luckiewicz
Klehr, Harrison, Harvey,
260 South Broad Street

Philadelphia, PA 19102

RECEIVED
01 OCT 18 PM 2:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

BK

NAME: ALL STAR MANUFACTURING, INC.

400004642014--3

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA

FILED
01 OCT 18 PM
SECRETARY OF STATE
TALLAHASSEE, 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. ALL STAR MANUFACTURING, 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. Applied for
(FEI number, if applicable)
4. August 31, 2001
(Date of Incorporation)
5. Perpetual
(Duration: year corp. will cease to exist or "perpetual")
6. September 13, 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 6550 New Tampa Highway, Lakeland, FL 33815-3148

8. Design, engineering, fabrication and installation of bleachers and grandstands
(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: MICHAEL BONIELLO

Address 6550 New Tampa Highway

Lakeland, Florida 33815-3148

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.

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)

Director: Robert Heffernan

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

Director: Michael Boniello

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

Director: Donald Marsh

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

Director: Todd Marsh

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

B. OFFICERS (Street address **ONLY** – P.O. Box **NOT** acceptable)

Chief Executive Officer: Robert Heffernan

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

President: Donald Marsh

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

Vice President, Finance: Michael Boniello

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

Vice President, Sales & Engineering: Todd Marsh

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

Secretary: Gerry Carroll

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

Treasurer: John Curci

Address: 6550 New Tampa Highway, Lakeland, FL 33815-3148

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

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

14. MICHAEL BONIELLO - VP FINANCE
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALL STAR MANUFACTURING, 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 SEVENTEENTH DAY OF OCTOBER, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1396176

DATE: 10-17-01