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660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

#### **RESOLUTION OF BOARD OF DIRECTORS**

I, the undersigned	do hereby certify that ZB Company, Inc., a corporation duly ne State of Delaware, was duly adopted
Resolved, that ZB Company, Inc., of Delaware hereby adopts the name ZB Right	rganized and existing in the State of nt Start Company for use in Florida.
Dated: 5-15-02	
Signature of Director	of Rollen

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(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.)  Delaware  (State or country under the law of which it is incorporated)  (Date of incorporation)  (Date of incorporation)  (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.)  2520 Renaissance Boulevard, King of Prussia, PA 19406  (Principal office address)  Retail Sales of Unidens to transacted business in Florida, insert "upon qualification.")  (Current mailing address)  Retail Sales of Unidens to transacted business in Florida, insert "upon qualification.")  (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  Name: CT Corporation System	EGISTER A FO	_					ED TO
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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 business addresses of off	ficers and/or directors:	9
A. DIRECTORS		包含其力
Chairman: SEE ATTACHMENT	· · · · · · · · · · · · · · · · · · ·	7
Address:		Ser Co
		70 5
Vice Chairman:	<del></del>	2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
Address:		
·	<del></del> -	
Director:		
Address:		27-46-26
Director:		
Address:		
B. OFFICERS		<del></del>
President: SEE ATTACHMENT	-	
Address:	<u> </u>	
Vice President:		
		·
		<del></del>
Secretary:	· · · · · · · · · · · · · · · · · · ·	··· · · · · · · · · · · · · · · · · ·
Address:		
Treasurer:		
		_
Address:	<u> </u>	
NOTE: If necessary, you may attach an ac	ddendum to the application listing	additional officers and/or directors.
13. R.P. Damie	_	
(Signature of Chairman)V	ice Chairman, or any officer listed	in number 12 of the application)
14. KAYMOND SPR	INGTR name and capacity of person signir	
(Typed or printed to	name and capacity of person signir	ng application)

Application by Foreign Corporation for Authorization to Transact Business in Florida Attachment for: ZB Company, Inc.

#### B. OFFICERS

#### President/CEO:

Jerry Welch 2520 Renaissance Blvd., King of Prussia, PA 19406

#### Secretary/CFO:

Raymond P. Springer 2520 Renaissance Blvd., King of Prussia, PA 19406

#### Vice President/Controller:

Jerry Kollar 2520 Renaissance Blvd., King of Prussia, PA 19406



## *Delaware*

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZB COMPANY, 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 SECOND DAY OF MAY, A.D. 2002.

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

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



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1754851

DATE: 05-02-02

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