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DIVISION OF CORPORATION

02 NOV 15 PM 12:22

6/12/03

02 NOV 15 PM 2:51

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

5p

CT CORPORATION

November 15, 2002

Secretary of State, Florida  
409 East Gaines Street  
N/A  
Tallahassee FL 32399

Re: Order #: 5718544 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

The Shamrock Acquisition Company (OH)  
Qualification  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland  
Fulfillment Specialist  
Melanie\_Strickland@cch-lis.com

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

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FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

November 15, 2002

CT SYSTEM  
ATTN: MELANIE S. STRICKLAND

SUBJECT: THE SHAMROCK ACQUISITION COMPANY  
Ref. Number: W02000032726

We have received your document for THE SHAMROCK ACQUISITION COMPANY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 602A00062083

From: Melanie / CT

11:00 AM  
A.M.

Please back-date  
Filing to 11-15-02

RECEIVED

02 DEC -3 AM 11:06

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned James McMahon, do hereby certify  
(Name)

that this Resolution of the Board of Directors of The Shamrock Acquisition Company

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Ohio

was duly adopted on November 20, 2002

Be it resolved, that The Shamrock Acquisition Company  
(Corporate Name)

organized and existing in the State of Ohio, hereby adopts the name  
The Shamco Acquisition Company for use in Florida

Dated: 11/20/02

  
Signature of either Chairman, Vice Chairman or any officer

James McMahon, Secretary  
Type or print name

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Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**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. The Shamrock Acquisition Company  
(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 3. 51-0430433  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 7, 2002 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 21, 2002  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 24090 Detroit Road, Westlake, OH 44145  
(Current mailing address)

8. Print sales and distribution  
(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

Diane Stout Diane Stout, Asst. Secretary  
(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)

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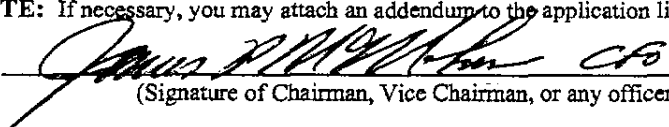
**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Robert E. Troop  
Address: 24090 Detroit Road  
Westlake, OH 44145  
Vice Chairman: Melvin E. Babcock  
Address: 24090 Detroit Road  
Westlake, OH 44145  
Director: James P. McMahon  
Address: 24090 Detroit Road  
Westlake, OH 44145  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

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

President: Robert E. Troop  
Address: 24090 Detroit Road  
Westlake, OH 44145  
Vice President: Melvin E. Babcock  
Address: 24090 Detroit Road  
Westlake, OH 44145  
Secretary: James P. McMahon  
Address: 24090 Detroit Road  
Westlake, OH 44145  
Treasurer: \_\_\_\_\_  
Address: \_\_\_\_\_

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

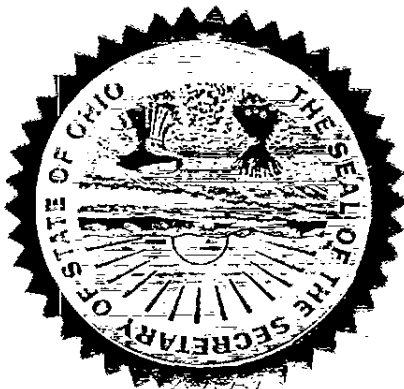
13.  CFO  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)  
14. James P. McMahon, CFO  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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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 THE SHAMROCK ACQUISITION COMPANY, an Ohio Corporation, Charter No. 1344982, having its principal location in Westlake, County of Cuyahoga, was incorporated on October 07, 2002, and is currently in GOOD STANDING upon the records of this office.*

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*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 12th day of November, A.D. 2002.*

*J. Kenneth Blackwell*  
Ohio Secretary of State