

F03000002326

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

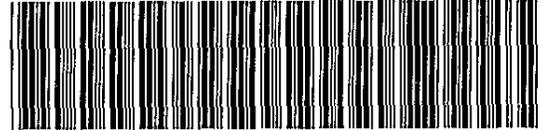
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500017794825

05/08/03--01063--018 **1220.00

RECEIVED
03 MAY -8 PM 1:21
DIVISION OF REGISTRATION

FILED
03 MAY -8 PM 2:46
TALLAHASSEE, FLORIDA

BRK

CT CORPORATION

May 8, 2003

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

03 MAY -8 PM 2:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 5782709 WO
Customer Reference 1: FMC FoodTech
Customer Reference 2: FMC FoodTEch Qualificatio

Dear Secretary of State, Florida:

Please file the attached:

FMC FoodTech Inc. (DE)
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,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

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

03 MAY -8 PM 1:16
FILED
SECRETARY OF STATE
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.

03 MAY -8 PM 2:46 FILED

1. FMC FoodTech 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. 91-1650317 (FEI number, if applicable)

4. 05/12/1994 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. 05/01/2002 (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. 200 East Randolph Drive, Chicago, IL 60601 (Principal office address) same (Current mailing address)

8. Sales, marketing and services of machinery and equipment. (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/o C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324 (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.

By: [Signature] Jeffrey R. Graves Assistant 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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

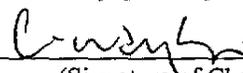
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Cindy Shiao, Vice President _____
(Typed or printed name and capacity of person signing application)

FILED
03 MAY -8 PM 2:46
TALLAHASSEE FLORIDA

**FMC FoodTech Inc.
Officers and Directors**

FILED
03 MAY -8 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

President	Jeffrey G. Simoneau	200 East Randolph Drive Chicago, IL 60601
Vice President	Steve Smith	200 East Randolph Drive Chicago, IL 60601
Vice President & Secretary	Cindy Shiao	200 East Randolph Drive Chicago, IL 60601
Treasurer	William H. Schumann, III	200 East Randolph Drive Chicago, IL 60601
Assistant Treasurer	Robert A. Daneck	200 East Randolph Drive Chicago, IL 60601
Assistant Secretary	Michael C. Penn	200 East Randolph Drive Chicago, IL 60601
Director	Charles H. Cannon, Jr.	200 East Randolph Drive Chicago, IL 60601
Director	Jeffrey G. Simoneau	200 East Randolph Drive Chicago, IL 60601
Director	Cindy Shiao	200 East Randolph Drive Chicago, IL 60601

Delaware

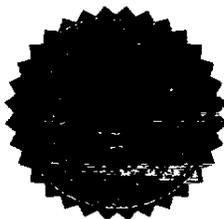
The First State

PAGE 03
FILED
MAY -8 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FMC FOODTECH 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 APRIL, A.D. 2003.

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

AUTHENTICATION: 2345876

2402299 8300

030219809

DATE: 04-02-03