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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W03-26187
J. BRYAN SEP 12 2003

J. BRYAN SEP 24 2003

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Trepel Airport Equipment GmbH
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Edwin C. Hightower
(Name of Person)

Trepel Airport Equipment Inc.
(Firm/Company)

4434 Winderwood Cr.
(Address)

Orlando, FL 32835
(City/State and Zip code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Edwin C. Hightower at (407) 294-3365
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ $70.00 Filing Fee
- ☐ $78.75 Filing Fee & Certificate of Status
- ☐ $78.75 Filing Fee & Certified Copy
- ☐ $87.50 Filing Fee, Certificate of Status & Certified Copy

FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2003 SEP 23 AM 8:28
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

September 12, 2003

EDWIN C. HIGHTOWER
TREPEL AIRPORT EQUIPMENT INC.
4434 WINDERWOOD CIR.
ORLANDO, FL 32835

SUBJECT: TREPEL AIRPORT EQUIPMENT GMBH
Ref. Number: W03000026187

We have received your document for TREPEL AIRPORT EQUIPMENT GMBH 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

✓ Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

✓ The entity's date of incorporation/organization must be listed in the document.

✓ The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

✓ A brief description of the entity's nature of business must be included in the document.

Please provide an English translation for the entity's name in your cover letter.

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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 803A00050895

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. **Trepel Airport Equipment GmbH Company**
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **Germany**
(State or country under the law of which it is incorporated)

3. **98-0405691**
(FEI number, if applicable)

4. **31 March 1995**
(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. **42 Hagenauer Strasse, 65203 Wiesbaden, Germany**
(Principal office address)

(Current mailing address)

8. **Sale of airline ground equipment vehicles**
(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: **Edwin C. Hightower**

Office Address: **4434 Winderwood Cr.**

Orlando, Florida **32835**
(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.

Ed Hightower 9/22/03
(Registered agent's signature)

Yagnesh Patel
Commission # DD119690
Expires May 21, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

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:**

TAE GmbH

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

A. DIRECTORS

~~Chairman:~~ Klaus Pfeiffer, Managing Director

Address: Hagenauer Str. 42, 65203 Wiesbaden, Germany

Werner Berger, Managing Director

~~Vice Chairman:~~ Hagenauer Str. 42, 65203 Wiesbaden, Germany

Address:

Director:

Address:

Director:

Address:

FILED 2003 SEP 23 AM 8:28 SECRETARY OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

B. OFFICERS

President:

Address:

~~Vice President:~~ Roland Klotz

Address: Hagenauer Str. 42, 65203 Wiesbaden, Germany

Ulrich Reinholdt

~~Secretary:~~ Hagenauer Str. 42, 65203 Wiesbaden, Germany

Address:

Treasurer:

Address:

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

TREPEL AIRPORT EQUIPMENT GMBH
Hagenauer Str. 42, 65203 Wiesbaden
Tel.: 0611-86088-0 / Fax: 0611-86088-01

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

14. Klaus Pfeiffer, Managing Director
(Typed or printed name and capacity of person signing application)

Register of Companies – Dept. B of the local court in 97932 Tauberbischofsheim

number of entry	a) company b) location c) subject of company	share capital or commom stock DM	board legally responsible shareholder managing director completer	power of attorney	legal Situation	a) day of entry and signature b) remarks
1	a) <u>TREPEL Airport Transport-Systeme GmbH</u> a)TREPEL Airport Equipment GmbH b) Tauberbischofsheim c) the development, construction, production and trade of Transportsystems, Machines and Equipment especially for use in Airports	50.000,--	Gottfried Reymann Businessman in Wiesbaden		Corporation with limited liability. Partnership agreement dated March 31st 1995. It was decided at the shareholder meeting October 27th 1995 that there is a change of location from Kehl to Tauberbischofs-heim as well as the change of § 1 (company) and § 2 (subject of company). The corporation has one or more managing directors. When there is only one managing director appointed, or when there is only one left for other reasons, this remaining director is solely responsible. When there are several directors nominated the corporation is represented by two directors or one director along with one proxy. The shareholders may give the power of attorney to one director or either one of the directors. They may also release the restriction according to § 181 BGB[1] . The managing director Gottfried Reymann is authorized for single representation. Also he is released from the restriction according to § 181 BGB. The corporation is changed.	a) 27. Nov. 1995 Arnold, Rpfl.[2] b) pre-viously AG Kehl HAB1378
2		2.000.000,--			The shareholder meeting of January 31st 1998 has decided to raise the common stock with an extra 1.950.000,-- DM up to 2.000.000,--DM and accordingly the change of § 4 (common stock) of the partnership agreement	a) 27. Feb. 1998 Arnold, Rpfl.
3		5.000.000,--			The shareholder meeting of August 10 1999 has decided to raise the common stock with an extra 3.000.000,-- DM up to 5.000.000,--DM and accordingly the change of § 4 (common stock) of the partnership agreement	a) 21. Sep. 1999 Arnold, Rpfl.

[1] *1= BGB=German statute book
[2] *2= Rpfl=jur. administrator

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TALLAHASSEE, FLORIDA

Register of Companies – Dept. B of the local court in 97932 Tauberbischofsheim

number of entry	a) company b) location c) subject of company	share capital or common stock DM	board legally responsible shareholder managing director completer	power of attorney	legal Situation	a) day of entry and signature b) remarks
4			Werner Berger, born 30.07.1958 Eberbach		Mr. Werner Berger, born 30.07.1958 in Eberbach is appointed Managing Director. He is authorized for single representation and is released from the restriction according to § 181 BGB.	a) 03. Feb. 2000 Burk Justiz-Angestellte
5				Klaus Pfeiffer, born 04.10.1954 in Wiesbaden receives power of attorney. He represents the corporation together with one Managing Director		a) 09. Feb. 2001
6			Klaus Pfeiffer, born 14.10.1954 in Wiesbaden-Nordenstadt	Power of attorney Klaus Pfeiffer is herewith extinct	Klaus Pfeiffer, born 14.10.1954 in Wiesbaden-Nordenstadt is appointed additional Managing Director. He is authorized for single representation and authorized to perform legal transactions on behalf of the company as representative of a third party.	a) 27. May 2003
7					Gottfried Reymann is no longer Managing Director.	a) 16. June 2003

Register of Companies – Dept. B of the local court in 97932 Tauberbischofsheim

number of entry	a) company b) location c) subject of company	share capital or common stock DM	board legally responsible shareholder managing director completer	power of attorney	legal Situation	a) day of entry and signature b) remarks
	Ref.: TREPEL Airport Equipment GmbH TBB - announcement of entry - Distribution: a) Company b) IHK Heilbronn c) Inland Revenue Office d) Notary Public I TBB to I UR 641/03 and I UR 479/03					

– 100	– 200	– 300	– 400	– 500	– 600	– 700	– 800	– 900	– 1000

Handelsregister-**Abt. B**-des Amtsgerichts 97932 Tauberbischofsheim

Blatt .... (mit Fortsetzung Blatt ....)

HRB 405-T

Nummer der Eintragung	a) Firma b) Sitz c) Gegenstand des Unternehmens	Grundkapital oder Stammkapital DM	Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen
1	2	3	4	5	6	7
1	a) ~~TREPEL Airport Transport-Systeme GmbH~~ a) TREPEL Airport Equipment GmbH b) Tauberbischofsheim c) die Entwicklung, die Konstruktion, die Herstellung und der Vertrieb von Transportsystemen, Maschinen und Ausrüstungsgegenständen, insbesondere zur Verwendung auf Flughäfen.	~~50.000,--~~	~~Gottfried Reymann, Kaufmann in Wiesbaden~~		Gesellschaft mit beschränkter Haftung. Gesellschaftsvertrag vom 31. März 1995. Die Gesellschafterversammlung vom 27. Oktober 1995 hat die Sitzverlegung von Kehl nach Tauberbischofsheim beschlossen sowie die Änderung von § 1 (Firma) und § 2 (Gegenstand) des Gesellschaftsvertrags. Die Gesellschaft hat einen oder mehrere Geschäftsführer. Ist nur ein Geschäftsführer bestellt oder verbleibt nach dem Wegfall anderer Geschäftsführer nur noch ein Geschäftsführer, vertritt dieser die Gesellschaft allein. Sind mehrere Geschäftsführer bestellt, so wird die Gesellschaft von zwei Geschäftsführern gemeinsam oder von einem Geschäftsführer in Gemeinschaft mit einem Prokuristen vertreten. Die Gesellschafter können einem oder einzelnen Geschäftsführern Einzelvertretungsbefugnis und/oder Befreiung von den Beschränkungen des § 181 BGB erteilen. Der Geschäftsführer Gottfried Reymann ist einzelvertretungsberechtigt und von den Beschränkungen des § 181 BGB befreit. Die Firma ist geändert.	a) 27. November 1995 Arnold Arnold, Rpfl. b) vorher AG Kehl -HRB 1378-
2		~~2.000.000,--~~			Die Gesellschafterversammlung vom 31. Januar 1996 hat die Erhöhung des Stammkapitals um 1.950.000,-- DM auf 2.000.000,-- beschlossen sowie entsprechende Änderung von § 4 (Stammkapital) des Gesellschaftsvertrags.	a) 27. Februar 1996 Arnold Arnold, Rpfl.
3		5.000.000,--			Die Gesellschafterversammlung vom 10. August 1999 hat die Erhöhung des Stammkapitals um 3.000.000,-- DM auf 5.000.000,-- DM beschlossen sowie entsprechende Änderung von § 4 (Stammkapital) des Gesellschaftsvertrags.	a) 21. September 1999 Burk Burk Justizangestellte
4			Werner Berger, geb. 30.07.1958, Eberbach		Zum weiteren Geschäftsführer ist Werner Berger, geb. 30.07.1958, Eberbach, bestellt. Er ist stets einzelvertretungsberechtigt und von den Beschränkungen des § 181 BGB befreit.	a) 03. Februar 2000 Burk Burk Justizangestellte

BS 111

Handelsregister-**Abt. B**-des Amtsgerichts 97932 Tauberbischofsheim

Blatt ______ (mit Fortsetzung Blatt ______)

HRB 405-T

Nummer der Eintragung	a) Firma b) Sitz c) Gegenstand des Unternehmens	Grundkapital oder Stammkapital DM	Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift b) Bemerkungen
1	2	3	4	5	6	7
5				Gesamtprokura erteilt an Klaus Pfeiffer, geb. 04.10.1954, Wiesbaden. Er vertritt die Gesellschaft in Gemeinschaft mit einem Geschäftsführer.		a) 09. Februar 2001 Burk Burk Justizangestellte
6			Klaus Pfeiffer, geb. 14.10.1954, Wiesbaden-Nordenstadt	Die Prokura Klaus Pfeiffer ist erloschen.	Klaus Pfeiffer, geb. 14.10.1954, Wiesbaden-Nordenstadt, ist zum weiteren Geschäftsführer bestellt. Er ist alleinvertretungsberechtigt und berechtigt, die Gesellschaft bei der Vornahme von Rechtsgeschäften als Vertreter eines Dritten zu vertreten.	a) 27. Mai 2003 Walter
7					Gottfried Reymann ist nicht mehr Geschäftsführer.	a) 16. Juni 2003 Walter

Die Richtigkeit vorstehender ~~auszugsweisen — Abschrift~~ Fotokopie wird beglaubigt.

Tauberbischofsheim, den - 2 [illegible] 2003

AMTSGERICHT TAUBERBISCHOFSHEIM

Amtsgericht
Der Urkundsbeamte der Geschäftsstelle
Walter
(Walter)
Justizobersekretärin

... [illegible] Teile der ... [illegible] als gelöscht

RS 111
HRB Reg. Kart.
VR A3 4. 79 10 000