

F05000002708

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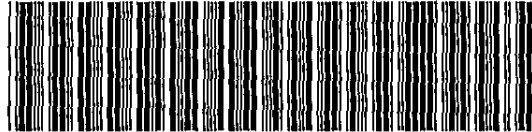
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 349661 4301893

AUTHORIZATION

COST LIMIT : \$ 78.75

FILED
05 MAY -5 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 3, 2005

ORDER TIME : 8:41 AM

ORDER NO. : 349661-005

CUSTOMER NO: 4301893

CUSTOMER: Ms. Barbara Patterson
Thelen Reid & Priest LLP
875 Third Avenue
New York, NY 10022

FOREIGN FILINGS

NAME: BTC LABORATORIES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney -- EXT# 2916

EXAMINER: _____

**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. BTC Laboratories, Inc.

(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. California

(State or country under the law of which it is incorporated)

3. 95-3667385

(FEI number, if applicable)

4. October 1, 1981

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2978 Seaborg Avenue, Ventura, CA 93003

(Principal office address)

c/o Thelen Reid & Priest LLP, 875 Third Avenue, #1433, New York, NY 10022

(Current mailing address)

8. To provide asphalt testing services and materials

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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: _____

Corporation Service Company

(Registered agent's signature)

Brian Courtney
Asst. V. Pres.

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: Frank Piedelièvre

Address: 17 bis, Pl des Reflets - La Défense 2

92400 Courbevoie, FRANCE

Vice Chairman: _____

Address: _____

Director: François Tardan

Address: 17 bis, Pl des Reflets - La Défense 2

92400 Courbevoie, FRANCE

Director: Dickerson C. Wright

Address: 7895 Convoy Ct., #18

San Diego, CA 92111

B. OFFICERS

President: Tom Williams

Address: 2978 Seaborg Avenue

Ventura, CA 93003

Vice President: Richard Tong

Address: 11860 West State Road 84, Ste. 1

Ft. Lauderdale, FL 33325

Secretary: Burton K. Haines

Address: 875 Third Avenue, #1433, New York, NY 10022

Treasurer: François Tardan

Address: 17 bis, Pl des Reflets - La Défense 2, 92400 Courbevoie, FRANCE

***** PLEASE SEE ADDENDUM LISTING ADDITIONAL OFFICERS *****

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

13. Burton K. Haines

(Signature of Director or Officer listed in number 12 of the application)

14. Burton K. Haines, Secretary

(Typed or printed name and capacity of person signing application)

BTC LABORATORIES, INC.

**Addendum to
Application by Foreign Corporation for Authorization to Transact Business in Florida**

12. Additional officers:

CEO: Wright, Dickerson C.
Address: 7895 Convoy Ct., #18
San Diego, CA 92111

Financial Controller: Damasceno, Luis Carlos
Address: 11860 W. State Road 84, Ste. 1
Fort Lauderdale, FL 33325

Vice President: Scott Kvandal
Address: 11590 West Bernardo Ct., Suite 100
San Diego, CA 92127

State of California
Secretary of State

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **1ST day of OCTOBER, 1981, BTC LABORATORIES, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of **May 3, 2005.**



BRUCE McPHERSON
Secretary of State