

FO6000005323

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

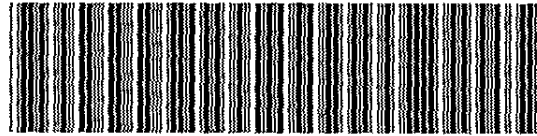
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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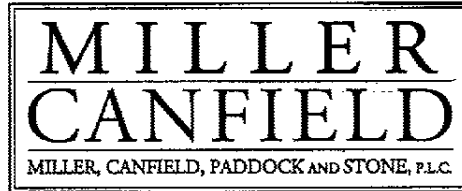
08/29/06--01015--012 \*\*52.50

FILED  
06 AUG 29 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

For  
12

2006 AUG 29 10:00

Founded in 1852  
by Sidney Davy Miller



MICHIGAN: Ann Arbor  
Detroit • Grand Rapids  
Howell • Kalamazoo  
Lansing • Monroe  
Saginaw • Troy

New York, NY

FLORIDA: Naples  
Pensacola

CANADA: Windsor, ON

POLAND: Gdynia  
Warsaw • Wrocław

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August 25, 2006

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam,


RE: FT Acquisition, Inc. (F06000005323) Name Change

Enclosed is the following:

1. Application by Foreign Profit Corporation to File Amendment Application for Authorization to Transact Business in Florida
2. Certificate of Incorporation with amendments
3. Check in the amount of \$52.50 to cover filing fee, Certificate of Status and Certified Copy
4. Prepaid self-addressed return envelope

Upon completion, please use the prepaid self-addressed envelope to return our requested documents. Should you have any questions, comments or concerns, please contact either myself at the number above or Lindsey Stetson at (313) 496-7561.

Very truly yours,

  
Melissa M. Harakas  
Legal Assistant

Enclosures

cc: Richard A. Walawender (w/o enclosures)

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F06000005323

(Document number of corporation (if known))

1. FT Acquisition, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. August 14, 2006

(Date authorized to do business in Florida)

FILED  
06 AUG 29 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 22, 2006

5. Florida Transformer, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.


N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Richard A. Walawender

(Typed or printed name of person signing)

Secretary

(Title of person signing)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "FLORIDA TRANSFORMER, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE SEVENTEENTH DAY OF FEBRUARY, A.D. 2006, AT 8:38 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "FT ACQUISITION, INC." TO "FLORIDA TRANSFORMER, INC.", FILED THE TWENTY-SECOND DAY OF AUGUST, A.D. 2006, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "FLORIDA TRANSFORMER, INC.".



4111974 8100H

060792316

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4997136

DATE: 08-24-06

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:38 AM 02/16/2006  
FILED 08:38 AM 02/17/2006  
SRV 060145393 - 4111974 FILE

**CERTIFICATE OF INCORPORATION  
OF  
FT ACQUISITION, INC.**

1. The name of the corporation is FT Acquisition, Inc.
2. The address of its registered office in the State of Delaware is 160 Greentree Drive, Suite 101, Dover, Delaware, 19904, County of Kent. The name of its registered agent at such address is National Registered Agents, Inc.
3. The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
4. The total number of shares of stock which the corporation shall have authority to issue is Three Thousand (3,000). All such shares are to be Common Stock, without par value, and are to be of one class.
5. The name and mailing address of the sole incorporator are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Melissa M. Harakas	150 W. Jefferson Ave. Suite 2500 Detroit, Michigan 48226
6. The corporation is to have perpetual existence.
7. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the bylaws of the corporation.
8. Elections of directors need not be by written ballot unless the bylaws of the corporation shall so provide.
9. Meetings of stockholders may be held within or outside the State of Delaware, as the bylaws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the bylaws of the corporation.
10. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders are granted subject to this revocation.
11. A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of a fiduciary duty as a director except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit.

THE UNDERSIGNED, being the sole incorporator, for purposes of forming a corporation pursuant to the General Corporation Law of the State of Delaware, does make this certificate, declaring and certifying that this is my act and deed and the facts stated are true, and accordingly have set my hand this 17<sup>th</sup> day of February 2006.

  
Melissa M. Harakas, Incorporator

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:00 AM 08/22/2006  
FILED 11:00 AM 08/22/2006  
SRV 060782113 - 4111974 FILE

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION

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FT Acquisition, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Act"), DOES HEREBY CERTIFY:

**FIRST:** The Board of Directors of said corporation, by the unanimous written consent of its members filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation.

**RESOLVED**, that the Certificate of Incorporation of FT Acquisition, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"The name of the corporation is Florida Transformer, Inc."


**SECOND:** That thereafter, pursuant to resolution of its Board of Directors, in lieu of a special meeting and vote of the sole stockholder of said corporation n, the sole Stockholder has given unanimous written consent to said amendment in accordance with the provisions of section 228 of the General Corporation Law of the State of Delaware.

**THIRD** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of sections 242 and 228 of the General Corporation Law of the State of Delaware.

**FOURTH:** That this Certificate of Amendment of the Certificate of Incorporation shall be effective upon filing with the Office of the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this

18<sup>th</sup> day of August, 2006.

  
By: Richard A. Walawender  
Its: Secretary