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FOREIGN PROFIT/NONPROFIT CORPORATION

Vectrix Corporation

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**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. Vectrix Corporation
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 05-0489708
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/6/96 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 11 Touro Street, Newport, RI 02840
(Principal office address)
same
(Current mailing address)
8. distribute electric motor scooters for sale through licensed dealers
(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: 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.

C T Corporation System
By: Traci Houck TRACI HOUCK
(Registered agent's signature) SPECIAL ASSISTANT SECRETARY
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:

PLS19 - 02/03/2004 C T System Dallas

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman:	Andrew J. MacGowan	Robert W. Bond
Address:	11 Touro Street	c/o Parker Hannifan Corp.
	Newport, RI 02840	6035 Parkland Blvd., Cleveland, OH 44124
Members:	Ralph H. Isham	David Maco, Little Row
Address:	231 Little Noyac Path	Buckland Newton, Dorchester
	Bridgehampton, NY 11932	Dorset, DT27DN, United Kingdom
Director:	Robin Aisher, Stone Brook	Carlo DiBiagio, Vectrix - Europe
Address:	Sarsons Barn, Ampert SP11HQ	Via Papirio Carbone 15
	United Kingdom	Rome 00178, Italy
Director:	Harry C. Offutt, III	
Address:	3003 Cardinal Drive	
	Vero Beach, FL 32963	

B. OFFICERS

President: Andrew J. McGowan

Address: 11 Touro Street

Newport, RI 02840

Vice President: Peter S. Hughes (VP of Technology)

Address: 11 Touro Street

Newport, RI 02840

Secretary: Richard N. Sayer, Esq.

Address: Sayer, Regan, Thayer & Flanagan, 130 Bellevue Avenue, Newport, RI 02840

Treasurer: John W. Schnorr

Address: 11 Touro Street, Newport, RI

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

13. Andrew J. MacGowan
(Signature of Director or Officer listed in number 12 of the application)
14. ANDREW J. MACGOWAN
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

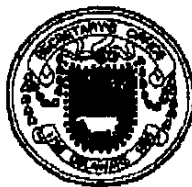
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VECTRIX CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF MAY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

07 JUN 20 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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070651846



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5718696

DATE: 05-31-07