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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RICKEY L. FARRELL, ATTORNEY AT LAW, P.A.

1595 SE Port St. Lucie Boulevard

Port St. Lucie, Florida 34952

(772) 335-5455

(772) 337-3485 fax

October 29, 2007

State of Florida
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

**RE: Application by Foreign Corporation for Authorization to
Transact Business in Florida
Mannings U.S.A., Inc.**

Dear Sir or Madam:

Enclosed herewith please find an original Application, Certificate of Good Standing and Certified Copy of the Articles of Incorporation, along with a check for filing fees for processing.

Should you need anything further, please advise.

Sincerely yours,



Tiffany N. Gonsalves, CLA
Certified Legal Assistant

Enc.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: MANNINGS, U.S.A., INC.
(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:

TIFFANY GONSALES, CLA
(Name of Person)

RICKEY L. FARRELL, ATTORNEY AT LAW, P.A.
(Firm/Company)

1595 SE PORT ST. LUCIE BLVD
(Address)

PORT ST. LUCIE, FL 34952
(City/State and Zip code)

For further information concerning this matter, please call:

TIFFANY at (712) 335-5455
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Corporation: MANNINGS, U.S.A., INC.
2. State of Incorporation: New Jersey
3. TID# 22-2957717
4. Date of Incorporation: February 10, 1989
5. Existence: Perpetual
6. Date first transacted business in Florida (if prior to registration): n/a
7. Principal office address: 660 N.W. Enterprise Dr., Port St. Lucie, Florida 34986
Current mailing address: 660 N.W. Enterprise Dr., Port St. Lucie, Florida 34986
8. Purpose: To engage in any activity within the purposes for which corporations may be organized under the New Jersey Business Corporation Act, N.J.S. 14A:1-1 et seq. and under Section 607, Florida Statutes.
9. Florida registered agent: MARK REGER, 660 N.W. Enterprise Dr., Port St. Lucie, Florida 34986

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.



11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to deliver 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:

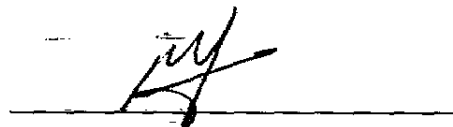
A. **DIRECTORS**

See Attached list annexed hereto as Exhibit "A".

B. **OFFICERS**

See Attached list annexed hereto as Exhibit "A".

13. Signature of Director or Officer:



14. Typed or printed name of signatory:

PETER SMITH



MANNINGS

COMPLETE LINE OF HEAT TREATMENT PRODUCTS AND SERVICES

200 Richards Avenue • P.O. Box 896 • Dover, NJ 07802-0896

PHONE: (973) 537-1576

1-800-447-4473

FAX: (973) 537-1581

email: sales@manningsusa.com

www.manningsusa.com

October 12, 2007

Directors and Officers of Mannings USA, Inc.

<u>Title</u>	<u>Name</u>	<u>Address</u>
D	William Eberwein	11 Latticeleaf Place The Woodlands, TX 77382
D	Robert Lake	38 Fairchild Avenue Morris Plains, NJ 07950
D	Ron Manning	25A Station Road Ainsdale, Southport Merseyside PR8 38N, United Kingdom
D S	Michael Mead	17 Farview Avenue Cedar Knolls, NJ 07927
D T	John Pennucci	205 Raritan River Road Annandale, NJ 08801
D P	Peter Smith	617 Speedwell Avenue Morris Plains, NJ 07950
D	Robert Scott Weese	5449 Hayes Road Groveport, OH 43125

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TALLAHASSEE, FLORIDA

**STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING**

FILED

07 OCT 30 PM 3:39

MANNINGS, U.S.A., INC.
0100406306

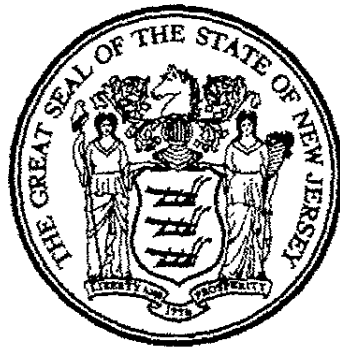
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on February 10, 1989.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

*Peter Smith
617 Speedwell Ave
Morris Plains, NJ 07950 0000*



Certification# 111266609

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed my
Official Seal at Trenton, this
11th day of October, 2007*

A handwritten signature in cursive script, appearing to read "Michellene Davis".

*Michellene Davis
Acting State Treasurer*

Verify this certificate at
https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp