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Florida Department of State
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Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

TRON #2956

FOREIGN PROFIT/NONPROFIT CORPORATION

EMERY HOLDING, INC.

2007 DEC 21 11:10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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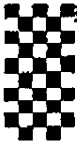
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Fla. NO. 003 Dep. P. 2 State



December 20, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: EMERY HOLDING, INC.
REF: W07000061383

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2007 DEC 21 A 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6934.

Loria Poole
Regulatory Specialist II

FAX Aud. #: H07000302749
Letter Number: 807A00070925

P.O BOX 6327 - Tallahassee, Florida 32314

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. EMERY HOLDING, INC.

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

EMERY HOLDING OF DELAWARE, INC.

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

2. DELAWARE

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

3. 74-3242836

(FEI number, if applicable)

4. DECEMBER 3, 2007

(Date of incorporation)

5. PERPETUAL

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

6. N/A

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

7. 1450 AMERICAN LANE, #1525, SCHAUMBURG, IL 60173

(Principal office address)

(Current mailing address)

To engage in any and all lawful business activities permitted under the Florida Business
Corporation Act.

8. (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: WALTER DALE "RICK" HARDY

Office Address: 27599 RIVERVIEW CENTER BLVD., #100

BONITA SPRINGS

(City)

, Florida 34134

(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.

WALTER DALE "RICK" HARDY

By: Walter Dale "Rick" Hardy

(Registered agent's signature)

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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/18/2007 TUE 13:51 FAX 847 517 7195 BARRINGTON INSURANCE GP --- FOLEY LARDNER - CHIC 0002/002

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: WALTER DALE "RICK" HARDY

Address: 27599 RIVERVIEW CENTER BLVD., #100

BONITA SPRINGS, FL 34134

Director: WILLIAM H. WIGGS

Address: 1450 AMERICAN LANE, #1525

SCHAUMBURG, IL 60173

B. OFFICERS

President: WALTER DALE "RICK" HARDY

Address: 27599 RIVERVIEW CENTER BLVD., #100

BONITA SPRINGS, FL 34134

Vice President: _____

Address: _____

Secretary: WILLIAM H. WIGGS

Address: 1450 AMERICAN LANE, #1525, SCHAU MBURG, IL 60173

Treasurer: WILLIAM H. WIGGS

Address: 1450 AMERICAN LANE, #1525, SCHAU MBURG, IL 60173

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

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

14. WILLIAM H. WIGGS, SECRETARY
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMERY HOLDING, INC." 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 NINETEENTH DAY OF DECEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EMERY HOLDING, INC." WAS INCORPORATED ON THE THIRD DAY OF DECEMBER, A.D. 2007.

FILED
2007 DEC 21 A 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6251328

DATE: 12-19-07