

# F08000000925

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H08000053714 3)))



H080000537143ABC

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

Division of Corporations  
Fax Number : (850) 617-6381

**From:**

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 FEB 29 PM 1:30

FILED

## FOREIGN PROFIT/NONPROFIT CORPORATION

### SRS ACQUISITION CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

C8.3-3

FILED

2008 FEB 29 PM 1:30

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

SECRETARY OF STATE  
TALLAHASSEE, 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. SRS Acquisition Corporation**

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

**SRS Acquisition Corporation of Delaware**

(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. 26-1965852**

(FEI number, if applicable)

**4. November 28, 2007**

(Date of incorporation)

**5. Perpetual**

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

**6. March 1, 2008**

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

**7. 55 East 52nd Street, New York, New York, 10055**

(Principal office address)

**Same**

(Current mailing address)

**8. The Corporation may transact any lawful business for which corporations may be incorporated.**

(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: **Jeffrey W. Warren**

Office Address: **1801 North Highland Avenue**

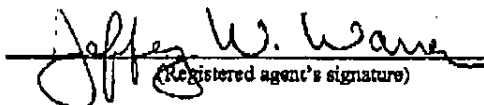
**Tampa**, Florida **33602**

(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.*

  
(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.**

FILED

2008 FEB 29 PM 1:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Alan W. Wilkinson

Address: 55 East 52nd Street, New York, New York, 10055

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: J. Louis Sharpe

Address: 55 East 52nd Street, New York, New York, 10055

Director: Brian R. Hoesterey

Address: 55 East 52nd Street, New York, New York, 10055

B. OFFICERS

President: See attached Exhibit "A."

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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. J. Louis Sharpe, Director and Vice-President

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

FILED  
2008 FEB 29 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EXHIBIT A

TO

APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

<u>Name</u>	<u>Office</u>
Ronald R. Ross 55 East 52nd Street Floor 35 New York, New York 10055	President and Chief Executive Officer
Garold E. Swan 55 East 52nd Street Floor 35 New York, New York 10055	Chief Financial Officer, Vice-President, Treasurer and Assistant Secretary
Chuck E. Kretchman 55 East 52nd Street Floor 35 New York, New York 10055	Controller
Roland E. Gregory, Jr. 55 East 52nd Street Floor 35 New York, New York 10055	Vice-President
J. Louis Sharpe 55 East 52nd Street Floor 35 New York, New York 10055	Vice-President, Assistant Secretary and Assistant Treasurer
Thomas R. Miller 55 East 52nd Street Floor 35 New York, New York 10055	Vice-President of Human Resources
Amy C. Bevacqua 55 East 52nd Street Floor 35 New York, New York 10055	Secretary

# Delaware

PAGE 1

## The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SRS ACQUISITION 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 TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SRS ACQUISITION CORPORATION" WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF NOVEMBER, A.D. 2007.

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

4463786 8300

080243521

You may verify this certificate online  
at [corp.delaware.gov/authvar.shtml](http://corp.delaware.gov/authvar.shtml)



A handwritten signature in cursive script that reads "Harriet Smith Windsor".

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6412931

DATE: 02-28-08