

F08000003549

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

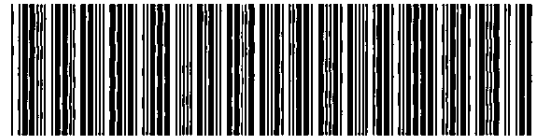
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/13/08--01004--013 **70.00

RECEIVED
08 AUG 13 AM 11:09
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
08 AUG 13 PM 1:15
DEPT. OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

AUG 13 2008

EXAMINER



CT
a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Suite 101
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

FILED
08 AUG 13 PM 1:15
TALLAHASSEE, FLORIDA

August 13, 2008

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 70047531 WO
Customer Reference 1: None
Customer Reference 2: None

Please file 2nd
Thanks!

Dear Department of State, Florida:

Please obtain the following:

CoActiv Capital Partners, Inc. (DE)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Christina McNeair
CI Operations Specialist
Christina.McNeair@wolterskluwer.com

August 13, 2008

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

CT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Sincerely,

Christina McNeair
CL Operations Specialist
Christina.McNeair@wolterskluwer.com

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

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

FILED
08 AUG 13 PM 1:15
TALLAHASSEE, FLORIDA

1. CoActiv Capital Partners, Inc.

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

(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. 20-5977026

(FEI number, if applicable)

4. 05/31/2008

(Date of incorporation)

5. Perpetual

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

6. 08/01/2008

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

7. 655 Business Center Drive, Suite 250, Horsham, PA 19044

(Principal office address)

same

(Current mailing address)

8. Equipment lease financing.

(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

(City)

, Florida 33324

(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: 

(Registered agent's signature)

FLORENCE MERCERON

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:

A. DIRECTORS : SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS *SEE ATTACHMENT*

President: _____

Address: _____

Vice President: _____

Address: _____

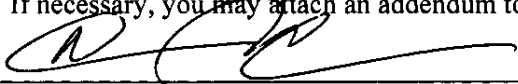
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____

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

14. Steve A. Grasso, President _____

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

OFFICERS AND DIRECTORS OF COACTIV CAPITAL PARTNERS, INC.

DIRECTORS

Takashi Ishigami c/o Marubeni America Corporation, 375 Lexington Avenue, New York, NY 10016
Yukihiko Matsumura c/o Marubeni America Corporation, 375 Lexington Avenue, New York, NY 10016
Katsuhide Omuro c/o Marubeni America Corporation, 375 Lexington Avenue, New York, NY 10016
Donald P. Campbell c/o CoActiv Capital Partners, Inc., 655 Business Center Drive, Horsham, PA 19044
Steve A. Grosso c/o CoActiv Capital Partners, Inc., 655 Business Center Drive, Horsham, PA 19044

OFFICERS

Donald P. Campbell, Chief Executive Officer
c/o CoActiv Capital Partners, Inc., 655 Business Center Drive, Horsham, PA 19044

Steve A. Grosso , President and Chief Operating Officer
c/o CoActiv Capital Partners, Inc., 655 Business Center Drive, Horsham, PA 19044

Sidney Cohen , Executive Vice President, Chief Financial Officer & Secretary
c/o CoActiv Capital Partners, Inc., 655 Business Center Drive, Horsham, PA 19044

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COACTIV CAPITAL PARTNERS, 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 FIFTH DAY OF AUGUST, A.D. 2008.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COACTIV CAPITAL PARTNERS, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 2006.

4253341 8300

080848008

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6773956

DATE: 08-05-08