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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : C T CORPORATION SYSTEM
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Phone : (850) 222-1092
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WE SUBMIT

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FOREIGN PROFIT/NONPROFIT CORPORATION

KE Mats Intermediate Holding Corp.

Certificate of Status	0
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D.A. WHITE

**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. KB Mats Intermediate Holding Corp.

(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. 26-3204343

(FBI number, if applicable)

4. August 20, 2008

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

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

7. 505 E. Euclid Avenue, Compton, CA 90224

(Principal office address)

(Current mailing address)

8. All lawful purposes.

(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: CT 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.

CT Corporation System

By: Kristine Heiberger

(Registered agent's signature)

Kristine Heiberger
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:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: Please see attached Exhibit A.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please 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 of Director or Officer listed in number 12 of the application)

14. _____

Mark Hajduch, Vice President & Assistant Secretary

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

FILED

**SLATE OF OFFICERS & DIRECTORS OF
KE MATS INTERMEDIATE HOLDING CORP.
(Delaware)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 28, 2008

The Company was incorporated in the State of Delaware on August 20, 2008, and its Federal EIN is 26-3204343. The named individuals listed below are elected or appointed officers of the Company and each holds the office of the Company set forth opposite their name, and has held such office since August 20, 2008 unless indicated otherwise next to their name.

The business address for the following Officers and Directors is 5200 Town Center Circle, Suite 600, Boca Raton, Florida 33486:

DIRECTOR:
DIRECTOR:

Clarence E. Terry
Mike Alger

VICE PRESIDENT & ASST. SECRETARY:
VICE PRESIDENT & ASST. SECRETARY:
VICE PRESIDENT & ASST. TREASURER:

Michael J. McConvery
Mark Hajduch
Melissa Klafter

The business address for the following Officers and Directors is 505 E. Euclid Avenue, Compton, California 90224:

DIRECTOR:

Robert R. Brocoff

**PRESIDENT, CHIEF OPERATING OFFICER
& CHIEF FINANCIAL OFFICER:**

Robert R. Brocoff

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KE MATS INTERMEDIATE HOLDING CORP." 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 AUGUST, A.D. 2008.

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

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6820054

DATE: 08-28-08