

Division of Corporations Page 1 of 1  
**F090000002958**

Florida Department of State  
Division of Corporations  
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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**SO Wehren Holding Corp.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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**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. SO WEHREN HOLDING CORP.**

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

*Applied for*

(FEI number, if applicable)

4. June 22, 2009

(Date of incorporation)

5.

perpetual

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

6.

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

7. 700 North Pearl Street, Floor 07, Dallas, TX 75201-7424

(Principal office address)

700 North Pearl Street, Floor 07, Dallas, TX 75201-7424

(Current mailing address)

8. *To engage in any lawful act for which corporations may be incorporated under the  
Delaware General Corporation Law and permitted under the Florida Corporation Law, and to  
take title to enclosed real property and to sell such property.*

(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.*

By:

*[Signature]*  
C T Corporation System

David J. Berezowski  
Assistant Secretary

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

See Attachment

**A. DIRECTORS**

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

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

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS**

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. Leonora L. Shaw

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

14. Leonora L. Shaw, Secretary

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

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

SO WEHREN HOLDING CORP.

Directors

| <u>Name</u>       | <u>Title</u> | <u>Address</u>                           |
|-------------------|--------------|--|
| Randall B. Durant | Director     | 700 N. Pearl Street, Dallas, TX 75201    |
| Gary S. Gage      | Director     | 10 S. Dearborn Street, Chicago, IL 60603 |
| Paul J. Morneau   | Director     | 201 N. Central Avenue, Phoenix, AZ 85004 |

Officers

| <u>Name</u>       | <u>Title</u>            | <u>Address</u>                              |
|-------------------|-------------------------|---|
| Gary S. Gage      | President               | 10 S. Dearborn Street, Chicago, IL 60603    |
| Randall B. Durant | Senior Vice President   | 700 N. Pearl Street, Dallas, TX 75201       |
| Daniel S. Bracken | Vice President          | 201 N. Central Avenue, Phoenix, AZ 85004    |
| Robert D. George  | Vice President          | 1985 Marcus Avenue, New Hyde Park, NY 11042 |
| Ann C. Greulich   | Vice President          | 400 E. Main Street, Stockton, CA 95290      |
| Dottie J. Jensen  | Vice President          | 17875 Von Karman Avenue, Irvine, CA 92614   |
| John P. Lynch     | Vice President          | 201 N. Central Avenue, Phoenix, AZ 85004    |
| Paul J. Morneau   | Vice President          | 201 N. Central Avenue, Phoenix, AZ 85004    |
| Wayne E. Olson    | Vice President          | 201 N. Central Avenue, Phoenix, AZ 85004    |
| Phillip Krill     | Chief Financial Officer | 10 S. Dearborn Street, Chicago, IL 60603    |
| Lynda Krick       | Treasurer               | 1111 Polaris Parkway, Columbus, OH 43240    |
| Leonora L. Shaw   | Secretary               | 10 S. Dearborn Street, Chicago, IL 60603    |

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# Delaware

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*The First State*

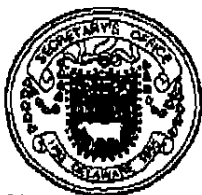
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SO WEHREN HOLDING CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JULY, A.D. 2009.

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

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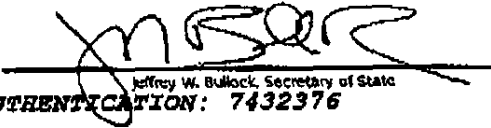
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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7432376

DATE: 07-22-09