

F09000005108

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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W09-51190



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11/18/09--01028--001 **70.00

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SECRETARY OF STATE
DIVISION OF CORPORATION
2009 DEC 21 AM 11:52

12/22/09

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: LHI LANG HOLDING CORP.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Laurie Gilner

Name of Person

LHI LANG HOLDING CORP.

Firm/Company

514 Wells Street

Address

Delafield, WI 53018

City/State and Zip code

lgilner@lang.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Laurie Gilner

at (252) 646-3399

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Cop ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 19, 2009

LAURIE GILNER
514 WELLS STREET
DELAFIELD, WI 53018

SUBJECT: LHI LANG HOLDING CORP.
Ref. Number: W09000051190

We have received your document for LHI LANG HOLDING CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 209A00036092

RECEIVED
09 DEC 21 AM 10:59
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
STATE ADMINISTRATOR

**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. LHI LANG 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 3. 27-0765877
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 18, 2009 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 514 Wells St. Delafield, WI 53018
(Principal office address)

(Current mailing address)

8. To engage in any lawful acts or activity for which corporations may be formed in the state of Delaware and Florida.
(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, , Florida 33324
(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.

By: CT Corporation System
(Registered agent's signature)

James M. Halpin
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.

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DIVISION OF CORPORATIONS
2009 DEC 21 AM 11:52

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

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DIVISION OF CORPORATION

A. DIRECTORS

Chairman: SEE ATTACHED 2009 DEC 21 AM 11:52

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

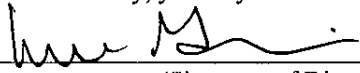
Secretary: _____

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. LAURIE GILNER, President and CEO
(Typed or printed name and capacity of person signing application)

LHI LANG HOLDING CORP.
(a Delaware corporation)

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SECRETARY OF STATE
DIVISION OF CORPORATION
2009 DEC 21 AM 11:52

October 13, 2009

The Company was incorporated in the State of Delaware on August 18, 2009 and its Federal EIN is 27-0765877.

IMPORTANT NOTE: The Company is subject to a negotiated Securityholders' Agreement, Registration Agreement, Consulting Agreement and Side Letter re Competitive Opportunities setting forth non-standard obligations, including restrictions on debt and equity issuances, the right of Catterton Partners to appoint directors to the Board, and restrictions on investments in competitors.

The named individuals listed below are elected or appointed Officers and Directors of the Company and each holds the office of the Company set forth opposite their name, and has held such office since August 18, 2009 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:	Anthony G. Polazzi
DIRECTOR:	M. Steven Liff (since October 13, 2009)
DIRECTOR:	Rick Walters (since October 13, 2009)
DIRECTOR:	David A. Mezzanotte, Jr. (since October 13, 2009)
VICE PRESIDENT & ASST. SECRETARY:	Michael J. McConvery
VICE PRESIDENT & ASST. SECRETARY:	Mark A. Hajduch
VICE PRESIDENT & ASST. TREASURER:	Melissa Klafter

The business address for the following Directors is 599 West Putnam Avenue, Suite 200, Greenwich, Connecticut 06830:

DIRECTOR:	Todd Siwak (since October 13, 2009)
DIRECTOR:	Andrew Taub (since October 13, 2009)

The business address for the following Officer and Director 514 Wells Street, Delafield, Wisconsin 53018:

DIRECTOR:	Laurie Gilner (since October 13, 2009)
PRESIDENT & CHIEF EXECUTIVE OFFICER:	Laurie Gilner (since October 13, 2009)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LHI LANG 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 THIRTEENTH DAY OF NOVEMBER, A.D. 2009.

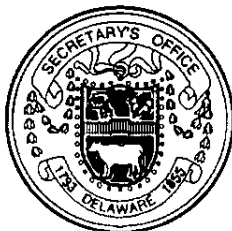
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LHI LANG HOLDING CORP." WAS INCORPORATED ON THE EIGHTEENTH DAY OF AUGUST, A.D. 2009.

2009 DEC 21 AM 11:52
SECRETARY OF STATE
DIVISION OF CORPORATIONS

4721696 8300

091014274

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7639487

DATE: 11-13-09