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Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : C T CORPORATION SYSTEM  
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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: Sward@PlatinumEquity.com

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**Ventanas Acquisition Corporation**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 05      |
| Estimated Charge      | \$70.00 |

T. Burch FEB 23 2010

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. Ventanas Acquisition Corporation

(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. 27-1660442

(FEI number, if applicable)

4. 1/6/2010

(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. 195 Raritan Center Pkwy, Edison, NJ 08837

(Principal office address)

360 N. Crescent Dr., South Bldg., Beverly Hills, CA 90210

(Current mailing address)

8. engage in any lawful act or activity

(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: 

(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:

A. DIRECTORS

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

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

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

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

Director: Eva M. Kalawski

Address: 360 N. Crescent Dr. S. Bldg., Beverly Hills, CA

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

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

B. OFFICERS

President: Joel Botwick

Address: 195 Raritan Center Pkwy, Edison, NJ 08837

Vice President: Eva M. Kalawski

Address: 360 N. Crescent Dr., South Bldg., Beverly Hills, CA 90210

Secretary: Eva M. Kalawski

Address: 360 N. Crescent Dr., South Bldg., Beverly Hills, CA 90210

Treasurer: Robert J. Joubren

Address: 360 N. Crescent Dr. S. Bldg., Beverly Hills, CA 90210

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. Eva M. Kalawski, Director, Vice President, and Secretary

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

## Directors / Officers Report

As of 2/13/2010

### Ventanas Acquisition Corporation

#### Directors

Ewa M. Kalawski

Director

Effective  
1/6/2010

#### Officers

Joel Botwick

President and Chief Executive Officer

Effective  
1/22/2010

Ron Brunell

Chief Financial Officer

Effective  
1/22/2010

Robert J. Joubert

Vice President and Treasurer

Effective  
1/6/2010

Ewa M. Kalawski

Vice President and Secretary

Effective  
1/6/2010

Mary Ann Sigler

Vice President

Effective  
1/6/2010

Stephen T. Zolfo

Vice President

Effective  
1/6/2010

Sally A. Ward

Assistant Secretary

Effective  
1/6/2010

Dawn Wallock

Assistant Treasurer

Effective  
1/6/2010

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VENTANAS 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 EIGHTEENTH DAY OF FEBRUARY, A.D. 2010.

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

SECRETARY OF STATE  
FALLMANSSEE, FLORIDA

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at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7821718

DATE: 02-18-10