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(Address)

(Address)

(City/State/Zip/Phone #)

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2010 MAR 18 P 2:53

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D.A. WHITE

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COVER LETTER

2003 MAR 18 P 3:53

TO: New Filing Section
Division of Corporations

SUBJECT: B-W MARQUIP HOLDINGS, INC.

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:

MARIA J. JOST, J.D.

Name of Person

BARRY-WEHMILLER COMPANIES, INC.

Firm/Company

8020 FORSYTH BOULEVARD

Address

CLAYTON, MO 63105

City/State and Zip code

MARIA.JOST@BARRY-WEHMILLER.COM

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

For further information concerning this matter, please call:

MARIA JOST

314

603-1861

DEVON MOUNT

at (314)

862-8000 - EXT. 413

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 Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

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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

2000 MAR 18 P 2: 53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. B-W MARQUIP HOLDINGS, INC.

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

B-W MARQUIP HOLDINGS, INC.

(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. 43-1901203

(FEI number, if applicable)

4. SEPTEMBER 20, 2000

(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. The Corporation Trust Company - Corp. Trust Ctr. 1209 Orange St. Wilmington - New Castle, DE 19801

(Principal office address)

8020 Forsyth Boulevard - St. Louis, MO 63105

(Current mailing address)

8. To engage in any lawful activity under the General Corporation Law of State of Delaware

(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:

SEE ATTACHED

Office Address: _____

_____, Florida _____

(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.

(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.

ACCEPTANCE OF APPOINTMENT

FILED

2010 MAR 18 P 2:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: B-W MARQUIP HOLDINGS, INC.

CT Corporation System
1200 S. Pine Island Rd.
Plantation, FL 33324

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: February 24, 2010

C T CORPORATION SYSTEM

By Katherine Lackey
Katherine Lackey, Assistant Secretary

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

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A. DIRECTORS

Chairman: Robert H. Chapman

2010 MAR 18 P 2:53

Address: 8020 Forsyth Boulevard - St. Louis, MO 63105

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: Gregory L. Coonrod

Address: 8020 Forsyth Boulevard - St. Louis, MO 63105

Director: Michael D. Zaccarello

Address: 8020 Forsyth Boulevard - St. Louis, MO 63105

Director: ---

Address: ---

B. OFFICERS

President: Robert H. Chapman (President)

Address: 8020 Forsyth Boulevard - St. Louis, MO 63105

Vice President: James W. Lawson (Vice President - Chief Financial Officer and Secretary)

Address: 8020 Forsyth Boulevard - St. Louis, MO 63105

8020 Forsyth Boulevard - St. Louis, MO 63105

Secretary: Gregory L. Coonrod (Controller - Vice President)

Address: 8020 Forsyth Boulevard - St. Louis, MO 63105

Treasurer: Michael D. Zaccarello (Treasurer - Assistant Secretary)

Address: 8020 Forsyth Boulevard - St. Louis, MO 63105

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. Gregory L. Coonrod - Controller - Vice President

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

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "B-W MARQUIP HOLDINGS, 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 NINTH DAY OF MARCH, A.D. 2010.

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

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2010 MAR 18 P 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7855762

DATE: 03-09-10