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Division of Corporations

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Florida Department of State  
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Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**Pace American Holding Corp.**

Certificate of Status	0
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TALLAHASSEE, FLORIDA

**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. PACE AMERICAN 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. 27-2885860**

*(FBI number, if applicable)*

**4. JUNE 18, 2010**

*(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. 2223 LAKESIDE DRIVE, BANNOCKBURN, IL 60015**

*(Principal office address)*

**2223 LAKESIDE DRIVE, BANNOCKBURN, IL 60015**

*(Current mailing address)*

**8. Any and 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 Corporate 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.*

  
(Registered agent's signature)

Assistant Secretary  
Ashley Pipes

**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: SEE ATTACHED LIST.

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

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

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

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

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

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

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

B. OFFICERS

President: SEE ATTACHED LIST.

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. Mark Hajduch

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

14. MARK HAJDUCH, VICE PRESIDENT

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

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**FACE AMERICAN HOLDING CORP.**

**Officers and Directors**

**DIRECTORS**

T. Scott King  
Anthony DiLucente  
Jim Tennant

5200 Town Center Circle, Suite 600, Boca Raton, Florida 33486  
5200 Town Center Circle, Suite 600, Boca Raton, Florida 33486  
2223 Lakeside Dr., Bannockburn, IL 60015

**OFFICERS**

The business address for the following directors and/or officers is 2223 Lakeside Dr., Bannockburn, IL 60015:

Jim Tennant  
Jack Cordan  
Rich Mullin

Chief Executive Officer  
Executive Vice President  
Chief Financial Officer, Secretary and Treasurer

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

Michael J. McConvery  
Mark Hajduch  
Melissa Klafter

Vice President & Assistant Secretary  
Vice President & Assistant Secretary  
Vice President & Assistant Treasurer

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PACE AMERICAN 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 THIRTIETH DAY OF JUNE, A.D. 2010.

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

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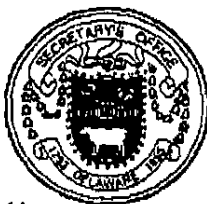
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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8088605

DATE: 06-30-10