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NO. 17

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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 : CORPORATION SERVICE COMPANY  
Account Number : I200000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1515

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

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

**FOREIGN PROFIT/NONPROFIT CORPORATION  
STEINWAY MUSICAL INSTRUMENTS, INC.**

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11/10/2010

**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. Steinway Musical Instruments, Inc.

(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. 35-1910745

(FEI number, if applicable)

4. July 1993

(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. 800 South Street, Suite 305, Waltham, MA 02543

(Principal office address)

800 South Street, Suite 305, Waltham, MA 02543

(Current mailing address)

8. Holding Company

(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: CORPORATION SERVICE COMPANY

Office Address: 1201 Hays Street

Tallahassee  
(City)

Florida 32301  
(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)

Merryl Wiener  
Assistant Vice President

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.

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

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## A. DIRECTORS

Chairman: Dana D. Messina, President, C.E.O. & Director, Kirkland Messina,  
11150 Santa Monica Blvd., Ste 700, Los Angeles, CA 90025

Address: Kyle R. Kirkland, Chairman of Board & Director, Kirkland Messina,  
11150 Santa Monica Blvd., Ste 700, Los Angeles, CA 90025

Vice Chairman: Thomas Kurrer, Director, Steinway & Sons, Heimhuder Strasse 78,  
20148 Hamburg, Germany

Address: John M. Stoner, Jr., Director, Conn-Selmer, Inc.,  
600 Industrial Parkway, Elkhart, IN 46516

Director: A. Clinton Allen, Lead Director, A. C. Allen & Company,  
710 South St., Needham, MA 02492

Address: Jong Sup Kim, Director, Samick Musical Instruments Co., Ltd., Samick  
Plaza Building 5A-3, Nonhyeon-Dong, Gangnam-Gu, Seoul, Korea 135-010

Director: David J. Lockwood, Director, ValueAct Capital,  
435 Pacific Ave, 4th Fl, San Francisco, CA 94133

Address: Peter McMillan, Director, Willowbrook Capital Group,  
11150 Santa Monica Blvd., Ste 400, Los Angeles, CA 90025

Rudolph K. Kluber, Director, GRT Capital Partners, 50 Milk St.,  
21st Floor, Boston, MA 02109

## B. OFFICERS

President: \_\_\_\_\_

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

Vice President: OFFICERS:

Address: Dennis M. Hanson, Sr Exec VP, CFO, General Counsel, Treasurer  
& Asst Secretary, Steinway Musical Instruments, 800 South St.,  
Ste 305, Waltham, MA 02453

Secretary: Ronald L. Losby, Steinway & Sons, Steinway Place & 19th Ave,  
Long Island City, NY 11105

Address: John R. Dudek, Secretary, Steinway Musical Instruments, 800 South St.,  
Ste 305, Waltham, MA 02453

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. John R. Dudek  
 (Signature of Director or Officer listed in number 12 of the application)

14. John R. Dudek, Secretary  
 (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 "STEINWAY MUSICAL INSTRUMENTS, 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 TENTH DAY OF SEPTEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STEINWAY MUSICAL INSTRUMENTS, INC." WAS INCORPORATED ON THE EIGHTH DAY OF JULY, A.D. 1993.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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



Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8221165

DATE: 09-10-10