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## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Kemper System America, 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:

Anne T. Daniels

Name of Person

Warner Norcross & Judd LLP

Firm/Company

111 Lyon Street, NW

Address

Grand Rapids, MI 49503

City/State and Zip code

adaniels@wnj.com

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

For further information concerning this matter, please call:

Anne Daniels

Name of Person

at ( 616 ) 752-2231

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

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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



ANNE T. DANIELS  
BUSINESS PARALEGAL  
616.752.2231  
FAX 616.222.2231

adaniels@wnj.com

July 27, 2011

**VIA FEDERAL EXPRESS**

Florida Division of Corporations  
2661 W. Executive Center  
Tallahassee, FL 32301

Re: Kemper System America, Inc.  
Application for Certificate of Authority

Dear Sir or Madam:

Enclosed please find the following:

1. Cover Letter (Florida Form)
2. Application by Foreign Corporation for Authorization to Transact Business in Florida
3. Check in the amount of \$78.75
4. Good Standing Certificate from home state, New York

Please file the enclosed and return evidence and a certificate of status to the undersigned at the address below at your earliest convenience. If you have any questions, I may be reached at 616-752-2231. Thank you for your assistance.

Very truly yours,

A handwritten signature in cursive script that reads 'Anne T. Daniels'.

Anne T. Daniels

ATD/atd

c: Tami Dedoszak (w/o enc.)  
Cameron S. DeLong (w/o enc.)

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**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. Kemper System America, 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. New York

(State or country under the law of which it is incorporated)

3. 16-1386548

(FEI number, if applicable)

4. January 7, 1991

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/11

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

7. 1200 North America Drive, West Seneca, NY 14224

(Principal office address)

same

(Current mailing address)

8. Manufacture and sale of waterproofing and welding products

(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 S. 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  
Katia Markowski

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:

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**A. DIRECTORS**

Chairman: Please see attachment

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

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

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

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

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

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

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

**B. OFFICERS**

President: Richard W. Doornink, Co-President and Managing Director Administration & Production

Address: 1200 North America Drive

West Seneca, NY 14224

Vice President: Steve Cortazzo, Co-President and Managing Director Sales & Marketing

Address: 1200 North America Drive

West Seneca, NY 14224

Secretary: Cameron S. DeLong

Address: 111 Lyon Street, NW, Grand Rapids, MI 49503

Treasurer: Christian Schaefer

Address: 1200 North America Drive, West Seneca, NY 14224

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

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Richard W. Doornink, Co-President and Managing Director Administration & Production

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

**Kemper System America, Inc.**  
**Directors**

Andreas H. Wiggenhagen	1200 North America Drive, West Seneca, NY 14224
Alf Schmidt	1200 North America Drive, West Seneca, NY 14224
Stefan Föse	1200 North America Drive, West Seneca, NY 14224
Richard W. Doornink	1200 North America Drive, West Seneca, NY 14224
Steve Cortazzo	1200 North America Drive, West Seneca, NY 14224
Steve Fyffe	1200 North America Drive, West Seneca, NY 14224

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# State of New York Department of State } ss:

I hereby certify, that the Certificate of Incorporation of KEMPER SYSTEM AMERICA, INC. was filed on 01/07/1991, under the name of CANTESCO CORPORATION U.S.A., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment CANTESCO CORPORATION U.S.A., changing its name to KEMPER SYSTEM PRODUCTION, INC., was filed 06/05/2009.

A Certificate of Amendment KEMPER SYSTEM PRODUCTION, INC., changing its name to KEMPER SYSTEM AMERICA, INC., was filed 01/18/2011.

The Biennial Statement is past due.



\*\*\*

*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 13th day of July  
two thousand and eleven.*

Daniel Shapiro  
First Deputy Secretary of State

201107140379 \* EZ

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