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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

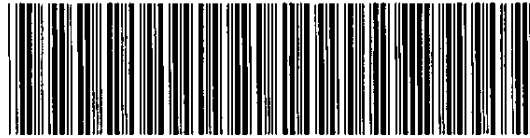
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
17 MAR 10 AM 7:26

RECEIVED
2017 MAR 10 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

O SIMMONS

MAR 13 2017

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 539797 7733498

AUTHORIZATION :

COST LIMIT \$ 1337.50

ORDER DATE : March 7, 2017

ORDER TIME : 12:38 PM

ORDER NO. : 539797-005

CUSTOMER NO: 7733498

FOREIGN FILINGS

NAME: TUV SUD AMERICA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TUV SUD 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:

Andrew Fletcher
Name of Person

TUV SUD America, Inc
Firm/Company

10 centennial Drive
Address

Peabody, MA 01960
City/State and Zip code

afletcher@tuvam.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Andrew Fletcher at (978) 573-2514
Name of Person Area Code Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration 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**

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. TUV SUD 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. Massachusetts 3. 04-2951698
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/10/1987 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

6. 1/1/2012
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 10 Centennial Drive, Peabody, MA 01960
(Principal office address)

Same
(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

9. 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.

Corporation Service Company

By: _____
(Registered agent's signature)

Lydia Cohen
Asst. Vice President

10. 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.

17 FEB 19 2012 7:27
FILED

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

A. DIRECTORS

Chairman: Karsten Xander

Address: 10 Centennial Drive

Peabody, MA 01960

Vice Chairman: Gregor Medinger

Address: 10 Centennial Drive

Peabody, MA 01960

Director: Kurt Eise

Address: 10 Centennial Drive

Peabody, MA 01960

Director: _____

Address: _____

B. OFFICERS

President: Ian Nicol

Address: 10 Centennial Drive

Peabody, MA 01960

Vice President: _____

Address: _____

Secretary: Fabian Schober

Address: 10 Centennial Drive, Peabody, MA 01960

Treasurer: Fabian Schober

Address: 10 Centennial Drive, Peabody, MA 01960

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

12.  X

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. FABIAN SCHOB X

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

FILED
7 MAR 10 PM 7:27



Choose certainty.
Add value.

TÜV SÜD AMERICA, INC.

**ACTION BY WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
IN LIEU OF MEETING**

The undersigned, being all of the Directors of TÜV SÜD America, Inc. (the "Corporation"), pursuant to Massachusetts General Laws, Chapter 156D, do hereby take the following actions and adopt the following votes by written consent, said actions and votes to have the same force and effect as if taken or adopted at a meeting duly called and held therefor:

VOTED: That all acts heretofore done, and all services heretofore performed on behalf of the Corporation, by the officers, whether acting individually or in concert, be and they hereby are, approved, ratified and confirmed.

VOTED: To elect the following named individuals to the offices set forth opposite their respective names, to hold such Offices until the next Annual Meeting of the Directors and thereafter until their respective successors are duly elected and qualified, or until their earlier death, resignation or removal from office in accordance with the provisions of the By-Laws of the Corporation:

President and CEO: Ian Nicol
Treasurer and CFO: Fabian Schober
Secretary: Fabian Schober

IN WITNESS WHEREOF, this Consent has been executed as of the 27th day of January, 2017.



Karsten Xander, Chairman of the Board

Kurt E. Eise, Director

Gregor Medinger, Director



America

Choose certainty.
Add value.

TÜV SÜD AMERICA, INC.

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Karsten Xander, Chairman of the Board

Kurt E. Eise, Director

Gregor Medinger, Director

150
INSPIRING
TRUST



Check carefully
Add copies

TUV SUD AMERICA, INC.

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OF THE BOARD OF DIRECTORS
IN LIEU OF MEETING**

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Treasurer and CFO: Fabian Schober
Secretary: Fabian Schober

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Karsten Xander, Chairman of the Board

Kurt E. Eise, Director


Gregor Medinger, Director

TUV SUD America, Inc.
18 Continental Drive
Parsippany, NJ 07054
Telephone: 973-873-3500
Fax: 973-877-0157
www.tuv-sud-america.com

TUV®



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

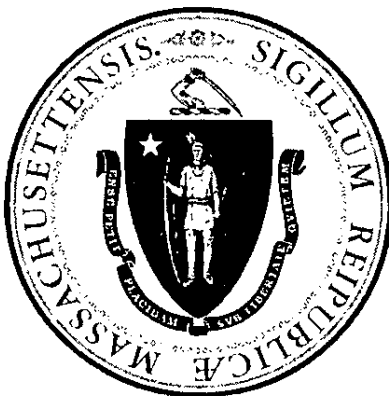
Date: March 07, 2017

To Whom It May Concern :

I hereby certify that according to the records of this office,

TUV SUD AMERICA INC.

is a domestic corporation organized on **February 10, 1987** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 17030117750

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by: