

F 95000002215
Quarles & Brady

411 East ...
414/7...-5000
FAX 4.../271-3

... Law in
... and Madison
West Palm Beach and ... Florida
Phoenix, Arizona

April 11, 1995

Florida Secretary of State
Division of Corporations
Qualification and Registration Section
P.O. Box 6327
Tallahassee, FL 32314

300001477979
-05/08/95--01008--007
***2800.00 ***2800.00

Re: Hatco Corporation

500001457785
-04/17/95--01041--008
*****70.00 *****70.00

Dear Sir/Madam:

W95-8534

Enclosed for filing are duplicate originals of an Application by Foreign Corporation for Authorization to Transact Business in Florida submitted on behalf of the above corporation. Also enclosed is our check in the amount of \$70.00 in payment of your filing and registered agent fees, as well as a Certificate of Status issued by the Wisconsin Secretary of State.

Please return the original Certificate of Authority to the undersigned. A post-paid envelope is provided for your convenience.

Very truly yours,

Susan T. Barker

Susan T. Barker
Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -5 AM 10:02
5/5/95

STB:nb
Enclosures

cc: Gerald E. Connolly, Esq. (w/enc.)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 20, 1995

SUSAN T. BARKER, LEGAL ASSISTANT
QUARLES & BRADY
411 EAST WISCONSIN AVENUE
MILWAUKEE, WI 53202-4497

*Hatco, Inc.
FL corp - active
553632*

SUBJECT: HATCO CORPORATION
Ref. Number: W9500008534

We have received your document for HATCO CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that HATCO CORPORATION has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates November 1, 1991, as the initial date of transacting business in the State of Florida. Please contact this office concerning the date first transacted business in Florida.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2800.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine



FLORIDA DEPARTMENT OF STATE

erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

**Lee Rivers
Document Examiner**

Letter Number: 595A00018705

Quarles / Brady

May 1, 1995

Mr. Lee Rivers
Office of Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Hatco Corporation

Dear Mr. Rivers:

Pursuant to your letter of April 20, 1995 (copy enclosed) and our telephone conversations, enclosed is the resolution of the Board of Directors of Hatco Corporation adopting the alternate name "D. G. Hatch Corporation" for use in Florida. Also enclosed is a check in the amount of \$2,800.00 in payment of the additional filing fees.

Also, pursuant to your request, this will confirm that the initial date the corporation began transacting business in the State of Florida was November 1, 1991.

Would you please return the original Certificate of Authority to the undersigned. Thank you for your assistance in this matter.

Very truly yours,

Susan T. Barker

Susan T. Barker
Legal Assistant


STB:lmr
Enclosures
cc: Gerald E. Connolly, Esq. w/enc.
430135.30006

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Gerald E. Connolly, do hereby certify
that this Resolution of the Board of Directors of Hatco Corporation
a corporation duly organized and existing under the laws of the State of Wisconsin
was duly adopted on April 25, 19 95.

Resolved, that Hatco Corporation, organized
and existing in the State of Wisconsin, hereby adopts the
name D. G. Hatch Corporation for use in Florida.

Dated: 4/28/95


Signature of at least one director

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DIVISION OF CORPORATIONS
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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. Hatco Corporation

(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Wisconsin

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

3. 10-31-56

(Date of Incorporation)

4. perpetual

(Duration)

5. _____

(Federal Employer Identification number, if applicable)

6. upon qualification

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 635 South 28 Street, Milwaukee, Wisconsin 53215

(Current mailing address)

8. manufacture and distribution of food service equipment

(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: See Exhibit A attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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9. Officers:

President: See Exhibit A attached
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

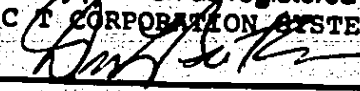
(If needed, you may attach an addendum to the application listing additional officers and/or-directors.)

10. Name and Street address of Florida registered agent:


Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
Zip Code

11. 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: By: 
Don Butler - Assistant VP

12. 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.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. David G. Hatch, President
(Name and capacity of person signing application)

EXHIBIT A**HATCO CORPORATION****DIRECTORS AND OFFICERS**

<u>Name</u>	<u>Position</u>	<u>Address</u>
Roderick J. Chaudoir	Chairman of the Board, Chief Executive Officer and Director	635 S. 28th Street Milwaukee WI 53215
David G. Hatch	President, Asst. Secretary and Director	635 S. 28th Street Milwaukee WI 53215
Ronald C. Halverson	Executive Vice President and Director	635 S. 28th Street Milwaukee WI 53215
Albert P. Behrens	Vice President - Finance, Secretary/Treasurer and Director	635 S. 28th Street Milwaukee WI 53215
Gerald E. Connolly	Assistant Secretary and Director	411 E. Wisconsin Ave. Milwaukee WI 53202
John S. Randall	Director	635 S. 28th Street Milwaukee WI 53215
William Citti	Vice President - Sales	635 S. 28th Street Milwaukee WI 53215

United States of America
State of Wisconsin

OFFICE OF THE SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greeting:

I, DOUGLAS LA FOLLETTE, Secretary of State of the State of Wisconsin do hereby certify that

HATCO CORPORATION

is a domestic corporation organized under the laws of this state and that its date of incorporation is OCTOBER 31, 1956.

I further certify that said corporation has, during its most recently completed report year, filed with this office an annual report required by sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes, and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on APRIL 4, 1995.



Douglas La Follette
DOUGLAS LA FOLLETTE
Secretary of State

BY: *Patricia Weber*

The above certificate contains the statements prescribed by the Wisconsin Business Corporation Law for a certificate of status. Under current law, the status of a corporation is not described in terms of "good" or "bad" standing.

FILED STATE
SECRETARY OF CORPORATIONS
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