

F9500000 3123

TRANSMITTAL LETTER

Original validation on back

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

300001412613
02/22/95--01040--023
*****70.00 *****70.00

SUBJECT: Benchmark, Incorporated
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

Paul Cook
(Name of Person)
Benchmark, Inc.
(Firm/Company)
4660 13th Street
(Address)
Wyandotte, MI 48192
(City, State and Zip Code)

W95 - 4067

Should you need to call someone concerning this matter, please call:

Same at (313) 285-0900
(Name of Person) Area Code & Daytime Telephone Number

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 29 AM 10:57

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

None certified
Doc # 562805

**STATEMENT CONCERNING AUTHORITY TO TRANSACT BUSINESS IN
FLORIDA BY A FOREIGN CORPORATION**

BENCHMARK INC has not received a certificate of authority from the Florida Department of State to transact business in Florida pursuant to s. 607.1501, Florida Statutes. Data provided by the Florida Department of Revenue, pursuant to s. 213.053(14), Florida Statutes, indicates that BENCHMARK INC is presently obligated to file Florida corporation income tax returns with the Florida Department of Revenue.

Instructions: Please complete the following statement concerning authority to transact business in Florida by a foreign corporation only if said foreign corporation is not required to receive a certificate of authority to transact business in Florida, pursuant to s. 607.1501, Florida Statutes. Please mail this statement to the Foreign Qualification/Tax Lien Section, P.O. Box 6327, Tallahassee, Florida 32314. If said corporation does not apply for authority to transact business in Florida, it must complete, sign, and return this statement.

Officer/Director's Acknowledgement:

I, W. Fred Cook, President, the undersigned, do hereby certify that I am aware that BENCHMARK INC has not received a valid certificate of authority to transact business in Florida, as required by s. 607.1501, Florida Statutes. BENCHMARK INC does not presently transact business in Florida within the meaning of s. 607.1501, Florida Statutes and is not required to receive a certificate of authority to transact business in Florida.

W. Fred Cook
(Signature of Officer/Director)

1/17/95
(Date)

W. Fred Cook, President
(Typed or printed name and capacity of person signing)

BENCHMARK INC
FEI #: 38-1513124

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1-24-95

mtm



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

February 22, 1995

PAUL COOK
BENCHMARK, INC.
4660 13TH ST.
WYANDOTTE, MI 48192

SUBJECT: BENCHMARK, INCORPORATED
Ref. Number: W95000004067

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

Prior to your submitting an application for BENCHMARK, INCORPORATED, we received a statement signed by W. Fred Cook and dated January 17, 1995, certifying that the corporation did not presently transact business in Florida within the meaning of s. 607.1501, Florida Statutes and was not required to receive a certificate of authority to transact business in Florida. Have the activities of the corporation changed in the state of Florida to now warrant it to comply with our office? Please give written notice as to whether the application needs to be filed. If the application does need to be filed, the following corrections must be made:

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.

Number 6 of the application must be completed. If the corporation has not transacted business or conducted its affairs in Florida because it has not received confirmation from this office, please insert the words "upon qualification" in lieu of a date.

A brief description of the entity's nature of business must be included in the document.

A certificate of existence, dated no more than 90 days prior to the delivery of the

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STATE OF FLORIDA
SECRETARY OF STATE

application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindi
Document Examiner

Letter Number: 895A00008095

LAW OFFICES
BASSEY AND SELESKO, P.C.

Ronald D. Bassey
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400 AMERICAN CENTER
SUITE 1700, KENNEDY BOULEVARD
SOUTHFIELD, MICHIGAN 48034-1000

TELEPHONE (313) 281-1000
TELETYPE (313) 281-1000

Of Counsel
George G. Roman
William M. Schlechte

June 23, 1995

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Jennifer Sindt, Document Examiner

Re: Benchmark, Inc.
Reference Number: W95000004067

Dear Ms. Sindt:

Enclosed on behalf of the above Michigan corporation which will use the name BENCHMARK TECHNOLOGIES, INC. in the State of Florida, are the following documents:

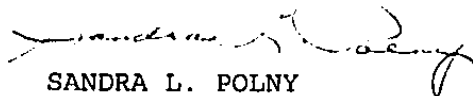
1. Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. Certified copy of a Certificate of Good Standing issued by the State of Michigan on June 13, 1995; and
3. Resolution of Board of Directors.

Please file the documents as promptly as possible and return a copy of the filed documents to this office along with information regarding the State of Florida's requirements for a foreign corporation to do business in the State.

If you need any additional information, please contact me.

Very truly yours,

BASSEY AND SELESKO P.C.


SANDRA L. POLNY
Legal Assistant

Enclosures
cc: Mr. Paul E. Cook

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned W. FRED COOK, do hereby certify that this Resolution of the Board of Directors of BENCHMARK, INC., a MICHIGAN CORPORATION, a corporation duly organized and existing under the laws of the State of MICHIGAN, was duly adopted on June 21, 1995.

Resolved, that BENCHMARK, INC., organized and existing in the State of MICHIGAN, hereby adopts the name BENCHMARK TECHNOLOGIES, INC. for use in Florida.

Dated: June 21, 1995

W. Fred Cook
Signature of at least one director
W. FRED COOK

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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:**

BENCHMARK INC., a Michigan Corporation D/B/A In the State of Florida and:
BENCHMARK TECHNOLOGIES, INC.

1. BENCHMARK INC., a Michigan Corporation D/B/A In the State of Florida and:
BENCHMARK TECHNOLOGIES, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. Michigan 3. 38-1513124
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1956 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 3, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 4660 13th Street
Wyandotte, MI 48192
(Current mailing address)

8. Supply of metal finishing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: W. Fred Cook
Office Address: 997 Franciscan
Sebastian, FL, Florida, 32958
(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.

W. Fred Cook
(Registered agent's signature)
W. FRED COOK

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: W. Fred Cook
Address: 997 Francisco
Sebastian, FL 32958

Vice Chairman: _____
Address: _____

Director: Richard F. Cook
Address: 8272 Grayfield.
Dorborn Hts., MI

Director: Paul E. Cook
Address: 952 Lincoln
Grosse Pte., MI

B. OFFICERS

President: W. Fred Cook
Address: 997 Francisco
Sebastian, Florida 32958

Vice President: Richard F. Cook
Address: 8272 Grayfield
Dorborn Hts., MI

Secretary: _____
Address: _____

Treasurer: Paul E. Cook
Address: 952 Lincoln
Grosse Pte., MI

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

13.

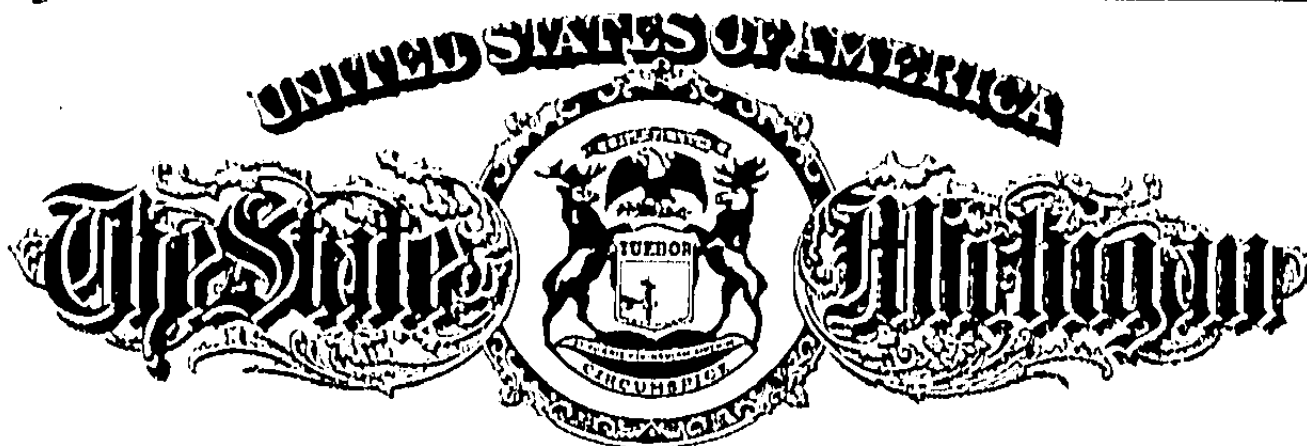
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

PAUL E. COOK, Treasurer

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 28 AM 10:57



Michigan Department of Commerce

Lansing, Michigan

This is to Certify That

BENCHMARK INC.

was validly incorporated on April 17, 1956, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 13th day
of June, 1995.

Carl L. Lipp, Director
Corporation & Securities Bureau