

F9600000861

1201 H. STREET  
TALL MASSACHUSETTS 01901  
902-222-9170  
902-222-0100 FAX



ACCOUNT NO. : 072100000003E  
REFERENCE : 820717 7102439  
AUTHORIZATION : *Patricia Pyjunt*  
COST LIMIT : \$ 122.50

ORDER DATE : January 25, 1996

ORDER TIME : 11:35 AM

ORDER NO. : 820717

CUSTOMER NO: 7102439

CUSTOMER: Ms. Elaine Shoe  
Cemco International, Inc.  
239 St. Nicholas Avenue

South Plainfield, NJ 07080

FOREIGN FILINGS

NAME: CEMCO INTERNATIONAL, INC.

000001711860

W96-3402  
P370

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

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DIVISION OF CORPORATIONS

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB -9 AM 10:48

*mtm*

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0391 FAX

800-342-8086



ACCOUNT NO. : 072100000032  
REFERENCE : 820717 7102439  
AUTHORIZATION : *Patricia Pyjunt*  
COST LIMIT : \$ 1200.00

ORDER DATE : January 25, 1996

400001720254

ORDER TIME : 11:35 AM

ORDER NO. : 820717

CUSTOMER NO: 7102439

CUSTOMER: Ms. Elaine Shoe  
Cemco International, Inc.  
239 St. Nicholas Avenue

South Plainfield, NJ 07080

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DIVISION OF CORPORATIONS  
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FOREIGN FILINGS

NAME: CEMCO INTERNATIONAL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X        CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

## TRANSMITTAL LETTER

**TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS**

**SUBJECT:** CEMCO INTERNATIONAL, INC. INCORPORATED IN FLA.  
(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", 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:

ELAINE SHOE, CONTROLLER  
(Name of Person)

CEMCO, INC.  
(Firm/Company)

P.O. BOX 190  
(Address)

SOUTH PLAINFIELD, NJ 07080  
(City, State and Zip Code)

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

ELAINE SHOE at 908 - 756-6755  
(Name of Person) Area Code & Daytime Telephone Number

**COURIER ADDRESS:**  
Qualification/TaxLienSec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Qualification/TaxLienSec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 9, 1996

CSC

*use date*

SUBJECT: CEMCO INTERNATIONAL INC.  
Ref. Number: W96000003102

*resubmit*

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

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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 DOCUMENT SPECIALIST indicated.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified. #5

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00. #6

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 erroneous information was inserted on the application, a sworn affidavit

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VISITATION

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.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson  
Document Specialist

Letter Number: 296A00005883

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96 FEB -9 AM 10:48



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

February 20, 1996

CSC

**SUBJECT: CEMCO INTERNATIONAL INC.**  
Ref. Number: W9600003102

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We have received your corrected application; however, the issue of transacting without authority has not been addressed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

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 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.

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

Jennifer Sindt  
Document Examiner

Letter Number: 696A00007360

## RESOLUTION OF BOARD OF DIRECTORS

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I, the undersigned HARRY SICA, do hereby certify  
that this Resolution of the Board of Directors of CEMCO INTERNATIONAL INC.,  
a corporation duly organized and existing under the laws of the State of DELAWARE,  
was duly adopted on JANUARY 21, 19 96.

Resolved, that CEMCO INTERNATIONAL INC., organized  
and existing in the State of DELAWARE, hereby adopts the  
name CEMCO OF DELAWARE, INC. for use in Florida.

Dated: JANUARY 21, 1996

  
Signature of at least one director  
**HARRY SICA, PRESIDENT**

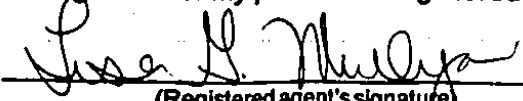
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

1. CENCO INTERNATIONAL 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. DELAWARE  
(State or country under the law of which it is incorporated)
3. 22-3012816/000  
(FEI number, if applicable)
4. DECEMBER 26, 1989  
(Date of Incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. JULY 12, 1995  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. P.O. BOX 190, 239 ST. NICHOLAS AVENUE  
SOUTH PLAINFIELD, NJ 07080  
(Current mailing address)
8. THE SALE OF PLATING INDUSTRY SUPPLIES  
(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: CORPORATION SERVICE COMPANY  
Office Address: 1201 HAYS STREET  
TALLAHASSEE, 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)

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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

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

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

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

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

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

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

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

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

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: HARRY SICA

Address: 3 LAOMATONG WAY

BEDMINSTER, NJ 07921

Vice President: ROBERT M. CHABOT

Address: 340 WOOLF ROAD

MILFORD, NJ 08848

Secretary: DAVID LONSKI

Address: 251 LIVINGSTON AVENUE

NEW BRUNSWICK, NJ 08901

Treasurer: JAMES GUENTHER

Address: 15 FINDLEY LANE

WEST WINDSOR, NJ 08512

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. HARRY SICA, PRESIDENT

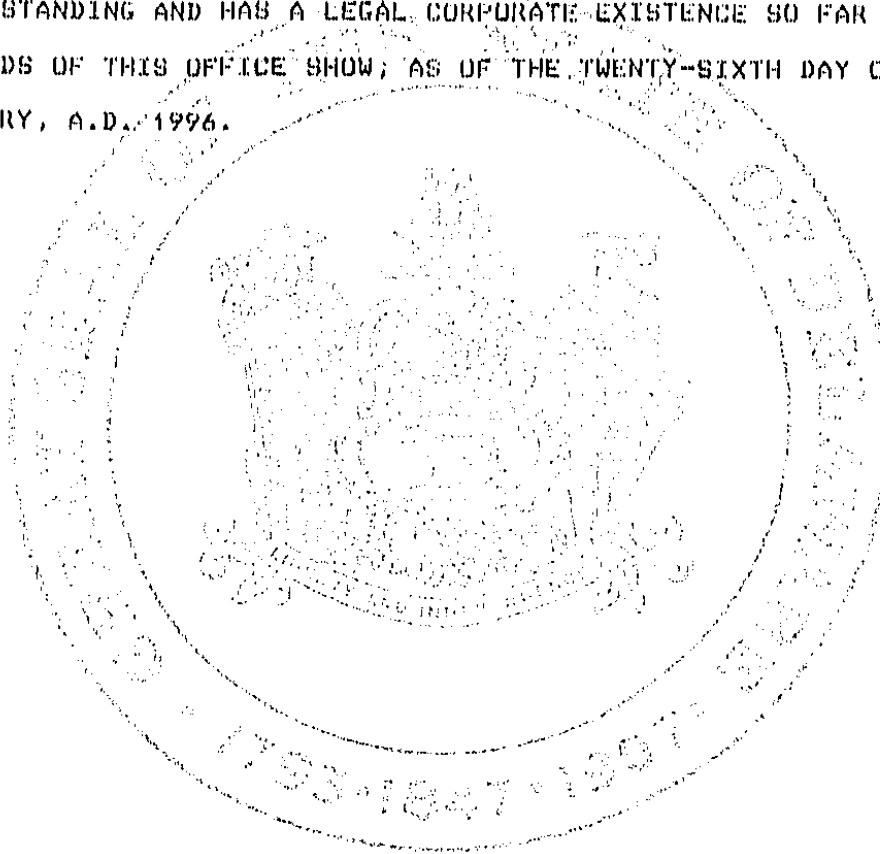
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS  
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State of Delaware  
**Office of the Secretary of State**

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CEMCO INTERNATIONAL 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 TWENTY-SIXTH DAY OF JANUARY, A.D. 1996.



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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

2202901 8300

960024582

AUTHENTICATION: 7805071

DATE: 01-26-96