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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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American Standard Financial Corporation

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☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

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DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. American Standard Financial Corporation
(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. 13-3880163
(FEI number, if applicable)
4. March 15, 1996
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. To commence May 1, 1996 or as soon thereafter as practicable.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 15 West 54th Street; 2nd Floor
New York, New York 10019
(Current mailing address)
8. To engage in any lawful act or activity for which corporations
may be organized.
(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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM


(Registered agent's signature) (Officer)

Richard P. Borovsky

Assistant Secretary

(Type Name and Title of Officer)

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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

See attached.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

See attached.

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Frederick C. Paine
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Frederick C. Paine, Vice President and Secretary
(Typed or printed name and capacity of person signing application)

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AMERICAN STANDARD FINANCIAL CORPORATION

Directors & Officers

<u>Name</u>	<u>Office/Title</u>	<u>Mailing Address</u>
Richard A. Kalaher	Director & President	One Centennial Avenue Piscataway, N.J. 08854
Frederick C. Paine	Director, Vice President & Secretary	One Centennial Avenue Piscataway, N.J. 08854
Thomas S. Battaglia	Vice President & Treasurer	One Centennial Avenue Piscataway, N.J. 08854
Frederick W. Jaqua	Vice President	15 West 54th Street New York, N.Y. 10019
Robert Wellbrock	Vice President	One Centennial Avenue Piscataway, N.J. 08854
MaryJane Mahoney	Assistant Secretary	One Centennial Avenue Piscataway, N.J. 08854
Sharon A. Umhoefer	Assistant Secretary	One Centennial Avenue Piscataway, N.J. 08854
Marilyn A. Gargano	Assistant Treasurer	One Centennial Avenue Piscataway, N.J. 08854

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN STANDARD FINANCIAL CORPORATION" 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 FIFTH DAY OF APRIL, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7896768

DATE:

04-05-96