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Document Number Only

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone

CORPORATION(S) NAME

200001885292
-05/22/96--01088--032
*****70.00 *****70.00

SBC Distribution, Inc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 22 PM 1:39

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☐ Foreign
☐ Amendment
☐ Dissolution/Withdrawal
☐ Mark
☐ Merger
☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Other
☐ Change of R.A.
☐ Fictitious Name
☐ CUS
☐ Call When Ready
☒ Walk In
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☐ Call If Problem
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5/22/96

file 1st

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: SBG Distribution, 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", 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:

Rosemary Hamer
(Name of Person)

Barnes & Thornburg
(Firm/Company)

1313 Merchants Bank Building, 11 South Meridian Street
(Address)

Indianapolis, Indiana 46202
(City/State/Zip)

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

Rosemary Hamer at (317) 231-7764
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. SBG Distribution, 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. Indiana
(State or country under the law of which it is incorporated)
3. 35-1982252
(FEI number, if applicable)
4. April 30, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. SBG Distribution, Inc.
251 North Illinois Street, Suite 1800, Indianapolis, Indiana 46204
(Current mailing address)
8. Paint, body and equipment distribution or any lawful business
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: CT Corporation System

Office Address: 1200 Pine Island Road

Plantation, Florida, 33324
(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.

Connie Bryan

(Registered agent's signature)

**CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY**

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: Andre B. Lacy

Address: 251 North Illinois Street, Suite 1800
Indianapolis, Indiana 46204

Vice Chairman: _____

Address: _____

Director: Andre B. Lacy

Address: 251 North Illinois Street, Suite 1800
Indianapolis, Indiana 46204

Director: Thomas U. Young

Address: 251 North Illinois Street, Suite 1800
Indianapolis, Indiana 46204

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

President: Thomas U. Young

Address: 251 North Illinois Street, Suite 1800
Indianapolis, Indiana 46204

Vice President: N/A

Address: _____

Secretary: Stephen H. Reynolds

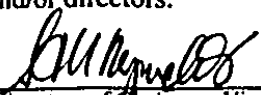
Address: 251 North Illinois Street, Suite 1800
Indianapolis, Indiana 46204

Director: William J. Fennessy

Address: 251 North Illinois Street, Suite 1800
Indianapolis, Indiana 46204

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

13.  5/21/96
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Stephen H. Reynolds, Secretary
(Typed or printed name and capacity of person signing application)

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

SBG DISTRIBUTION, INC.

Directors cont'd

**Stephen H. Reynolds
251 North Illinois Street
Suite 1800
Indianapolis, Indiana 46204**

**Margo L. Eccles
251 North Illinois Street
Suite 1800
Indianapolis, Indiana 46204**

**William J. Fennessy
251 North Illinois Street
Suite 1800
Indianapolis, Indiana 46204**

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DIVISION OF CORPORATIONS
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Officers cont'd

**Margo L. Eccles
Assistant Secretary
251 North Illinois Street
Suite 1800
Indianapolis, Indiana 46204**

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

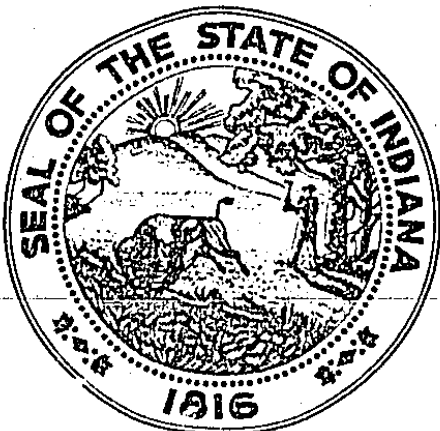
I further certify that records of this office disclose that

SBC DISTRIBUTION, INC.

filed Articles of Incorporation on April 30, 1996, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not required to file such annual reports, and that Articles of Dissolution have not been filed.

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DIVISION OF CORPORATIONS
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In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twentieth day of May, 1996.

Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State

[Signature]
Deputy

BARNES & THORNBURG

Rosemary Hamer
Legal Assistant
(317) 231-7764

LEXIS

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: SBG Distribution, Inc.

Dear Gentleperson:

Enclosed please find an Application Of Foreign Profit Corporation To File
Amendment To Application For Authorization To Transact Business in Florida for SBG
Distribution, Inc. I have also enclosed a check in the amount of \$52.50 made payable to
the Department of State to cover the fees for a certified copy of the Amendment.

Very truly yours,

Rosemary Hamer
Rosemary Hamer

RH/rr

Enclosures

111 Merchants Bank Building
11 South Meridian Street
Indianapolis, Indiana 46204
(317) 638-1311

Fax (317) 231-7764

August 29, 1996

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-08/30/96--01012--015
*****35.00 *****35.00

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*****52.50 *****52.50

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DIVISION OF CORPORATION

Amend
N. HENDRICKS AUG 30 1996

INDS01 RQH 164911

Indianapolis

Fort Wayne

South Bend

Elkhart

Chicago

Washington, D.C.

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

(s. 607.1504, F.S.)

RECEIVED
JUN 22 1996
SECTION
FILE

SECTION I (1-3 must be completed)

1. SBG Distribution, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: Indiana
3. Date authorized to do business in Florida: May 22, 1996

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

June 25, 1996

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

LDI AutoPaints, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A


Signature

William J. Fennessy

Typed or printed name


Date

Treasurer

Title

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

To Whom These Presents Come, Greeting:

I, Sue Anne Gilroy, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that the records of this office disclose that Articles of Amendment to the Articles of Incorporation, bearing an approved and filed date of June 25, 1996 were filed, changing the name of the corporation from;

SBG DISTRIBUTION, INC.

to

LDI AUTOPAINTS, INC.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this 29th day of August, 1996.

Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State *DN*
Deputy