

F96000006757
Document Number Only

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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*****70.00 *****70.00

Vanner, Inc.

12/24

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DIVISION OF CORPORATIONS

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other UCC Filing |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fic. Name |
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12-24

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. Vannor, 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. 31-1486643
(FEI number, if applicable)
4. December 6, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon approval of application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 4282 Reynolds Drive, Hilliard Ohio 43206

(Current mailing address)

8. The purpose of the corporation shall be to engage in any lawful acts or activities for which a foreign corporation may be authorized to transact business under the laws of the State of Florida.
(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 obligation of my position as registered agent.

C T CORPORATION SYSTEM

Jeffrey R. Graves
(Registered agent's signature) (Officer)

Jeffrey R. Graves, Asst. Secy.
(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

Director
~~Chairman~~: Michael J.E. Fryo
Address: B. Elliott plc.
Elliott House
Victoria Road
London NW 10 6NY
England
Director
~~Vice Chairman~~: Martyn J. Everett
Address: B. Elliott plc.
Elliott House
Victoria Road
London NW10 6NY
England
Director: Charles J.A. Holroyd
Address: B. Elliott plc.
Elliott House
Victoria Road
London NW10 6NY
England
Director:
Address:

B. OFFICERS

President: John W. Stahura
Address: 4282 Reynolds Drive
Hilliard Ohio 43206
Vice President: Charles E. Bennett
Address: 4282 Reynolds Drive
Hilliard Ohio 43206
Vice President
~~Secretary~~: Scott W. Chamberlain
Address: 4282 Reynolds Drive
Hilliard Ohio 43206

Vice President

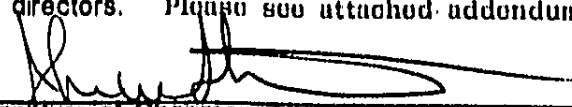
~~MEMBER~~ Alexander Cook

Address: 4282 Reynolds Drive

Hilliard Ohio 43200

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

13.


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

14.

John W. Staburn President
(Typed or printed name and capacity of person signing application)

Vanner, Inc.
Addendum to Application Listing Additional Officers

Vice President: Steven J. Funk
Address: 4282 Reynolds Drive
Hilliard, Ohio 43206

Vice President: Michael D. Taylor
Address: 4282 Reynolds Drive
Hilliard, Ohio 43206

Vice President: Jerry J. Antle
Address: 4282 Reynolds Drive
Hilliard, Ohio 43206

Vice President: Wayne Oken
Address: 7640 N.W. 25th Street
Unit 113
Miami, Florida 33122

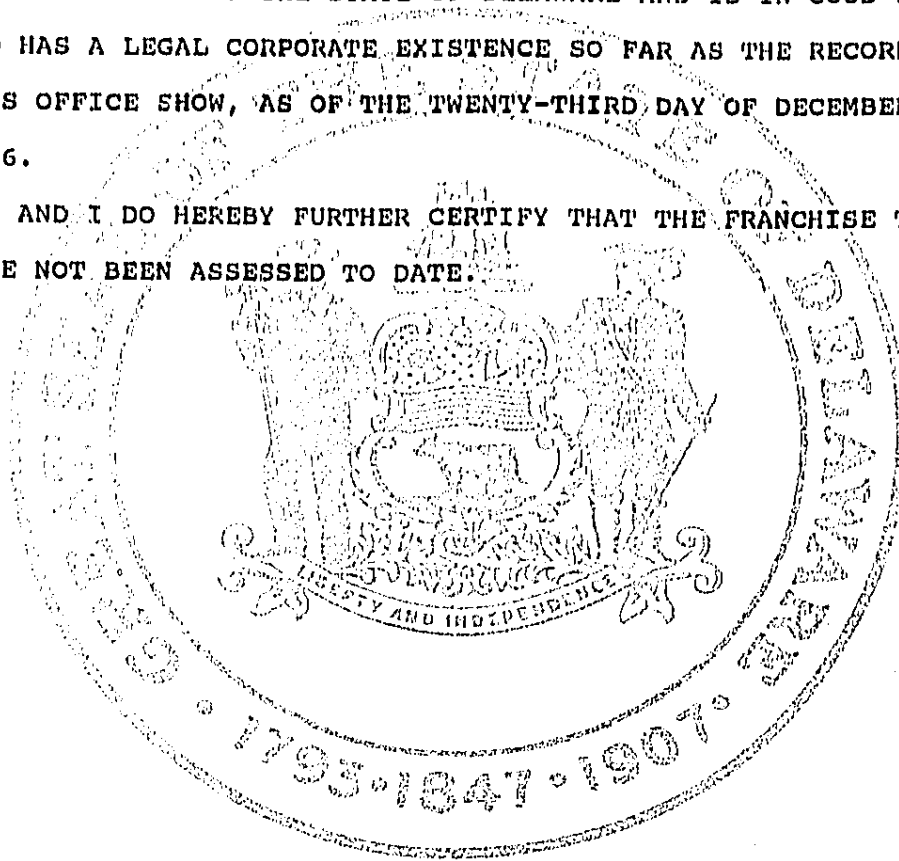
Secretary: Robin S. Johnson
B. Elliott plc
Elliott House
Victoria Road
London NW 10 6NY
England

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 "VANNER, 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-THIRD DAY OF DECEMBER, 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:

8257555

DATE:

12-23-96