



THE UNITED STATES
CORPORATION
COMPANY

F9700000609/

ACCOUNT NO. : 072100000032

REFERENCE : 603691 158101A

AUTHORIZATION

Patricia P. Pitt

COST LIMIT : \$ 122.50

ORDER DATE : November 17, 1997

ORDER TIME : 3:26 PM

ORDER NO. : 603691-005

000002348830--6

CUSTOMER NO: 158101A

CUSTOMER: Thomas H. Thorelli, Esq
Potter & Thorelli
Suite 7100, Sears Tower
233 South Wacker Drive
Chicago, IL 60606-6446

W97-25985

FOREIGN FILINGS

NAME: TROST GROUP NORTH AMERICA,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

RECEIVED
DIVISION OF CORPORATION

97 NOV 17 PM 4:14

97 NOV 17 PM 1:18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
8/11/18



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 18, 1997

CSC

SUBJECT: TROST GROUP NORTH AMERICA, INC.
Ref. Number: W97000025985

RESUBMIT
Please give original
submission date as file date.

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 397A00055176

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 17 PM 1:18

RECEIVED
97 NOV 18 PM 12:19
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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. Trost Group North America, 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 3. 52-2056686
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 2, 1997 5. Perpetual
(Date of incorporation) (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 617.155, F.S.)

7. c/o CSC, 1013 Centre Rd.
Wilmington, Delaware 19805
(Current mailing address)

To engage in any lawful act or activity for which corporations may be organized under
8. the laws of Florida. In addition, to solicit companies for subcontracting in Europe
(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:

The Prentice-Hall Corporation
Name: System, Inc.

Office Address: 1201 Ways Street, Suite 105

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.*

The Prentice-Hall Corporation System, Inc.

By: Deborah D. Skipper
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 17 PM 1:18

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Andreas Trost

Address: Lange Reihe Sud

D-24637 Schillsdorf, Germany

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Andreas Trost

Address: Kabelweg 37

1014 BA Amsterdam, The Netherlands

Assistant Secretary: Thomas H. Thorelli

Address: 233 S. Wacker Dr., Suite 7100

Chicago, IL 60606

Secretary: Andreas Trost

Address: Kabelweg 37

1014 BA Amsterdam, The Netherlands

Treasurer: Andreas Trost

Address: Kabelweg 37

1014 BA Amsterdam, The Netherlands

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.

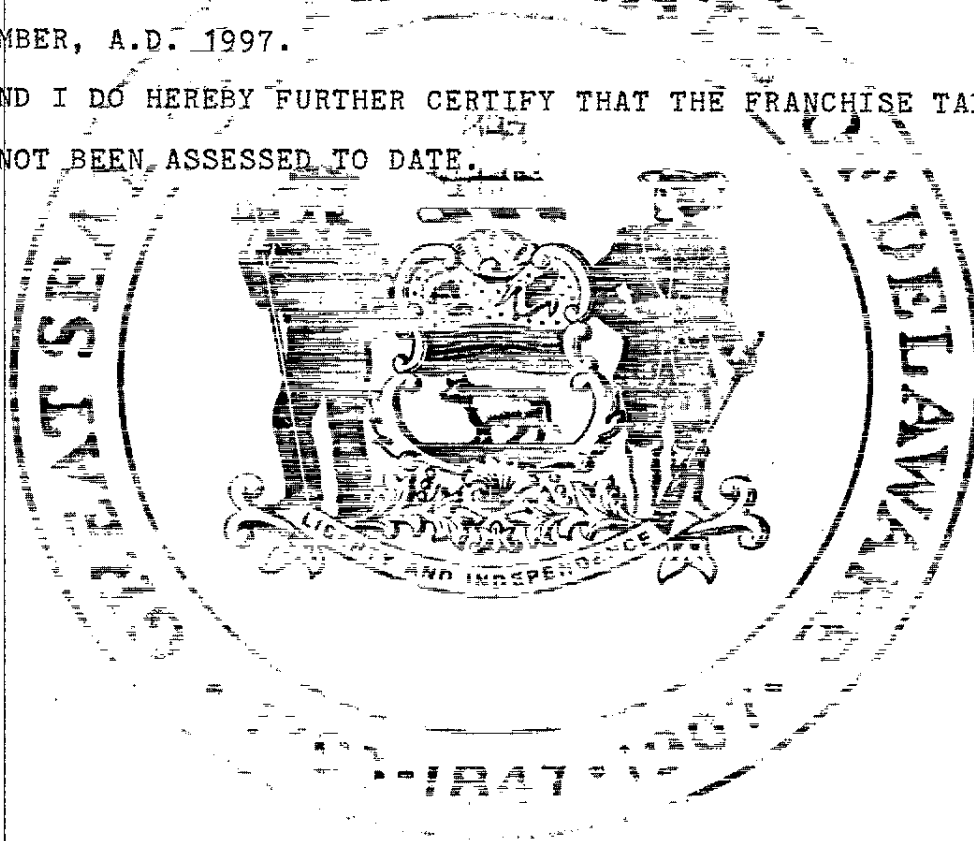
Thomas H. Thorelli, Assistant Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 17 PM 1:18

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TROST GROUP NORTH AMERICA, 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 THIRTIETH DAY OF SEPTEMBER, A.D. 1997.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 17 PM 1:18



Edward J. Freel

Edward J. Freel, Secretary of State

2794368 8300

971328025

AUTHENTICATION: 8677248

DATE: 09-30-97