

Document Number Only
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C T Corporation System
Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301
City State Zip Phone

CORPORATION(S) NAME

800002373558--4
-12/16/97--01060--025
*****8.75 *****8.75

800002373558--4
-12/16/97--01060--024
*****70.00 *****70.00

Senior Flexnairs Inc.

☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
☐ Merger
☐ Mark
☐ Other
☐ Change of Name
☐ Fictitious Name
☒ CUS
☐ After 4:30
☒ Pick Up

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DIVISION OF CORPORATION

**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. Senior Flexonics 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. 94-2918781
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/5/92 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 817.155, F.S.))
7. 300 East Devon Avenue
Bartlett, IL 60103
(Current mailing address)
8. Manufacturing of metal bellows
(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: CT Corporation System

Office Address: 1200 South 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.

CT Corporation System
By: Lisa K. Pastor
(Registered agent's signature) LISA K. PASTOR, Asst. Secy.

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 Exhibit A attached hereto.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See Exhibit A attached hereto.

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

14. Kevin Williams, Treasurer
(Typed or printed name and capacity of person signing application)

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EXHIBIT A**DIRECTORS**

A. R. Parrish	59/61 High Street, Rickmansworth, Hertfordshire, WD 31RH, United Kingdom
William L. Kowal	300 East Devon Avenue, Bartlett, IL 60103
Larry E. Phillips	300 Grant Street, 20th Floor, Pittsburgh, PA 15219

OFFICERS

Name	Title	Address
William L. Kowal	President	300 East Devon Avenue, Bartlett, IL 60103
Thomas Connerty	Vice President / Chief Financial Officer	300 East Devon Avenue, Bartlett, IL 60103
Michael W. Sheppard	Vice President / General Manager - Automotive Products Division	300 East Devon Avenue, Bartlett, IL 60103
Kenneth M. Kurek	Vice President / General Manager - OEM Products Division	300 East Devon Avenue, Bartlett, IL 60103
William L. Collins	Vice President / General Manager - Hose Division	300 East Devon Avenue, Bartlett, IL 60103
Greg Perkins	Vice President / General Manager - Expansion Joint Division	2400 Longhorn Industrial Drive, New Braunfels, TX 78130
Peter L. Fontecchio	Vice President / General Manager - Metal Bellows Division	1075 Providence Highway, Sharon, MA 02067
Douglas A. Paletz	Vice President / General Manager - SSP Division	2980 N. San Fernando Boulevard, Burbank, CA 91504
Thomas Brooks	Vice President / General Manager - Ketema Division	790 Greenfield Drive, El Cajon, CA 92021
Kevin R. Williams	Treasurer	300 East Devon Avenue, Bartlett, IL 60103
Larry E. Phillips	Secretary	300 Grant Street, 20th Floor, Pittsburgh, PA 15219

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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 "SENIOR FLEXONICS 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 FIFTEENTH DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

8811040

12-15-97