

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

000002382280--2  
-12/24/97--01064--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

000002382280--2  
-12/24/97--01064--016  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

CST/Star Products, Inc

☒ Profit  
☐ NonProfit  
☐ Limited Liability Co.  
☒ Foreign

☐ Amendment  
☐ Dissolution/Withdrawal

☐ Merger  
☐ Mark

☐ Limited Partnership  
☐ Reinstatement

☐ Annual Report  
☐ Reservation

☐ Other  
☐ Change of A.A.  
☐ Fictitious Name Filing

☒ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30 PM

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

DEC 24 1997

W97-28640

12/26

Thanks,  
Jeff



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 24, 1997

CT CORP

SUBJECT: CST/STAR PRODUCTS, INC.  
Ref. Number: W97000028640

We have received your document for CST/STAR PRODUCTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.)

A brief description of the entity's nature of business must be included in the document.

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) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 297A00060383

*Please  
back-date*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 26, 1997

CT CORP

SUBJECT: CST/STAR PRODUCTS, INC.  
Ref. Number: W97000028640

We have received your document for CST/STAR PRODUCTS, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

You failed to make a correction requested in our previous letter, a highlighted copy of which is attached. Please complete line 8 of your application.

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) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 597A00060448

**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. CST/Star Products, 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. 133284806

(FEI number, if applicable)

4. June 21, 1985

(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 817.156, F.S.))

7. 540 W. Allendale Drive, Wheeling, Illinois 60090

(Current mailing address)

8. any and all lawful acts

(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

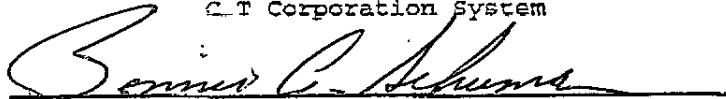
Plantation, Florida, 33324

(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

  
(Registered agent's signature) (Officer)

Bonnie A. Schuman, 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

Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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. \_\_\_\_\_

LOUIS M. DEROSE, SVP + CFO  
(Typed or printed name and capacity of person signing application)

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12. NAMES AND ADDRESSES OF OFFICERS AND/OR DIRECTORS:

(A) DIRECTORS

<u>Title</u>	<u>Name</u>	<u>Business Address</u>
<i>Director (Chairman of the Board)</i>	John Rutledge	Rutledge & Company One Greenwich Office Park Greenwich, CT 06831
<i>Director</i>	Robert Tucker	Rutledge & Company One Greenwich Office Park Greenwich, CT 06831
<i>Director</i>	Michael Gordon	The Gordon+Morris Group 840 Newport Center Drive Suite 600 Newport Beach, CA 92660
<i>Director</i>	Bruce Lipian	The Gordon+Morris Group 840 Newport Center Drive Suite 600 Newport Beach, CA 92660
<i>Director</i>	Dennis Sheehan	Axia Incorporated 100 West 22 <sup>nd</sup> Street Suite 134 Lombard, IL 60148

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***Director***

William O. Nahikian

540 West Allendale Drive  
Wheeling, IL 60090

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(B) OFFICERS

<u>Title</u>	<u>Name</u>	<u>Business Address</u>
<i>President and Chief Executive Officer</i>	William O. Nahikian	540 West Allendale Drive Wheeling, IL 60090
<i>Executive Vice President</i>	Lawrence W. Newman	540 West Allendale Drive Wheeling, IL 60090
<i>Senior Vice President and Chief Financial Officer</i>	Louis M. DeRose	540 West Allendale Drive Wheeling, IL 60090
<i>Senior Vice President, Sales and Marketing</i>	David Sheshull	540 West Allendale Drive Wheeling, IL 60090
<i>Secretary</i>	Bruce N. Lipian	The Gordon+Morris Group 840 Newport Center Drive Suite 600 Newport Beach, CA 92660

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DIVISION OF CORPORATIONS

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 "CST/STAR PRODUCTS, 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. 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

AUTHENTICATION:

2064845 8300

DATE:

8833080

971445386

12-23-97