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CR2E031 (1-89)

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Kurt N. Larson, do hereby certify that this Resolution of the Board of Directors of NUMA, Inc., a corporation duly organized and existing under the laws of the Commonwealth of Massachusetts, was duly adopted on November 27, 1997.

Resolved, that NUMA, Inc. organized and existing in the Commonwealth of Massachusetts, hereby adopts the following name:

NUMA, Inc., doing business in Florida as Massachusetts NUMA, Inc. for use in Florida.

Dated: 1/9/98

Kurt N. Larson, Director

FANUMAINC RESOLUTIERD

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.	Numa, Inc. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION abbreviations of like import in language as will clearly indicate that it is a corporation instead of a or partnership if not so contained in the name at present.)	√, oi natur	rwords o	r I
2.	Massachusetts (State or country under the law of which it is incorporated) 3. 04-3172285 (FEI number,	if ap _i	plicable)	
4.	November 30, 1992 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or	"реп	oetual")	
6.	Ululus (See sections 607.1501, 607.1502, and 817.156, F.S.))			· •••
7.	43 St. James Avenue, Chicopee, Massachusetts 01020	98 JAN	DIVERGRET	
a	(Current mailing address) To engage in any lawful act or activity permitted.	29 PM I	FILED ARY OF S	
J .	(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	<u>:</u>	ATIONS	
€.	Name and street address of Florida registered agent:			-
	Name: C T Corporation System C/O C T Corporation System, 1200 South Pine Office Address: Island Road			
	Plantation , Florida, 33324 (Zip Code)			
la le: uri	Registered agent acceptance: aving been named as registered agent and to accept service of process for the above stated corpora signated in this application. I hereby accept the appointment as registered agent and agree to act in ther agree to comply with the provisions of all statutes relative to the proper and complete performa d I am familiar with and accept the obligation of my position as registered agent. C T Corporation System	ı this	capacity	. 1

SAL (RegiAMENT A GRAY signature) (Officer)

(FL - 2189 - 11/16/94)

(Type Name and Title of Officer)

- 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:	
	Vice Chair	man:
	Address:_	
	_	
	Director: _s	ee attached list of directors
	_	
	Director:_	
	Address: _	
	_	
B.	OFFICERS	
	President:	See attached list of officers
	-	
	Vice Presid	dent:
		·····
	-	
	Secretary:	

98.JAN 29 PM 1:1.1.

(FLA. 2189)

reasu	rer:
Addres	s:
NOTE: If necessary and/or directors.	/, you may attach an addendum to the application listing additional officers
13. /hut /	. Fais
(Signature of Cha application)	airman, Vice Chairman, or any officer listed in number 12 of the
14. Kurt N. Larson,	President

98 JAN 29 PM 1:45

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Directors of Numa, Inc.

- Kurt N. Larson
 43 St. James Avenue
 Chicopee, Massachusetts 01020
- 2. Lawrence C. Smith 10 Northern Blvd., Unit 12 Amherst, New Hampshire 03031
- 3. Charles M. Smith 10 Northern Blvd., Unit 12 Amherst, New Hampshire 03031
- 4. George Gregg 101 Northern Blvd., Unit 12 Amherst, New Hampshire 03031

SECRETARY OF STATE DIVISION OF CORPORATIONS

Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of Numa, Inc.

- Kurt N. Larson, President
 43 St. James Avenue
 Chicopee, Massachusetts 01020
- Lawrence C. Smith, Vice President 10 Northern Blvd., Unit 12 Amherst, New Hampshire 03031
- 3. Charles M. Smith, Vice President 10 Northern Blvd., Unit 12 Amherst, New Hampshire 03031
- 4. George Gregg, Vice President 101 Northern Blvd., Unit 12 Amherst, New Hampshire 03031
- 5. Debra L. Purrington, Clerk/Secretary c/o Annino, Draper & Moore, 1500 Main St., Ste. 1818, Springfield, Massachusetts 01115

00 MN 20 PM 1: 45



The Commonwealth of Massachusetts

Secretary of the Commonwealth State House, Boston, Massachusetts 02133

January 22, 1998

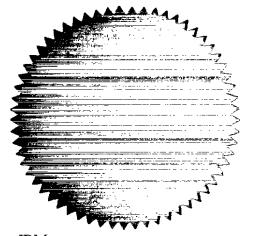
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

Numa, Inc.

is a domestic corporation organized on **November 30**, **1992**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusett General Laws Chapter 156B section 101 for said corporations dissolutions; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

William Travin Galein

on the date first above written.

Secretary of the Commonwealth

JBM

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.