

Document Number Only

F98000002335

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address 222-1092

City State Zip Phone

CORPORATION(S) NAME

W98-8451

600002489186
-04/15/98--01032--011
*****70.00 *****70.00

Showpower, Inc.

2/23

98 APR 23 PM 3:16

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DIVISION OF CORPORATIONS

- Profit
- NonProfit
- Limited Liability Co.
- Foreign
- Limited Partnership
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Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

APR 15 1998

Thanks,
Jeff



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1998

From: CT CORPORATION SYSTEM

SUBJECT: SHOWPOWER, INC.
Ref. Number: W98000008451

Please give to Jennifer

We have received your document for SHOWPOWER, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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.

To: Jennifer Sindt
Document Examiner

Letter Number: 598A00020141

*File 2nd
4-23-98*

*Thanks,
Melanie
CT*

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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. Showpower, 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. Applied For
(FEI number, if applicable)

4. March 5, 1998
(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. 18128 South Santa Fe Avenue, Rancho Dominguez, California 90221
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized to do business.
(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

Anne Diamond
(Registered agent's signature) (Officer)

Anne Diamond, 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. STEPHEN R. BERNSTEIN, EXECUTIVE VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

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SHOWPOWER, INC.

Board of Directors

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<u>Name</u>	<u>Address</u>
Joseph A. Ades	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
David C. Bernstein	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
John J. Champion	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
Robert E. Masterson	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
Jeffrey B. Stone	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221

Officers

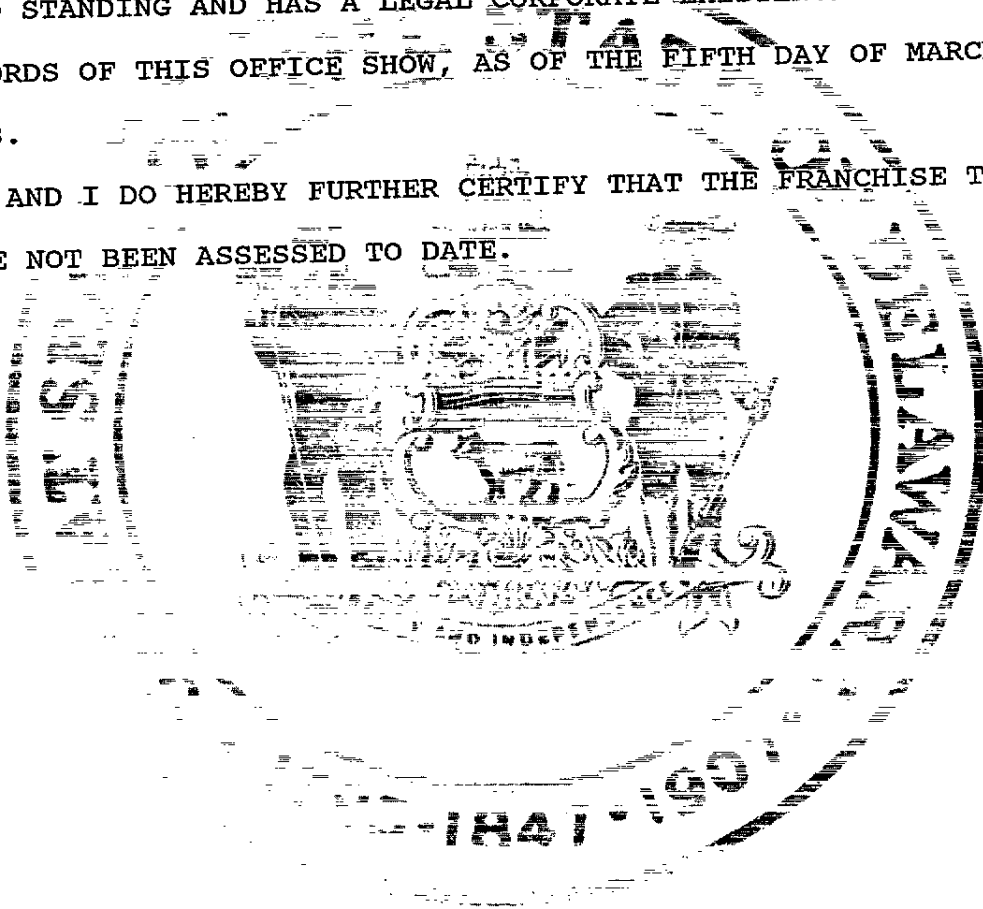
Jeffrey B. Stone Chairman of the Board	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
John J. Champion Chief Executive Officer	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
Laurence Anderson President	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
Michael W. Crabbe Chief Financial Officer	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221
Stephen R. Bernstein Executive Vice President, Secretary and Treasurer	18128 South Santa Fe Avenue Rancho Dominguez, CA 90221

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 "SHOWPOWER, 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 FIFTH DAY OF MARCH, A.D. 1998.

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



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

2867341 8300

981085656

AUTHENTICATION:

8955050

DATE:

03-05-98