

Document Number Only

F980000003295

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

800002550958--1
-06/08/98--01056--013
*****78.75 *****78.75

CORPORATION(S) NAME

W98-13082

Stainless, 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
- Fict. Filing
- Photo Copies
- Call if Problem
- Will Wait
- Merger
- Mark
- Other
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Name Availability
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Verifier
Acknowledgment
W.P. Verifier

Please Return Extra Copy(s)
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JUN - 8 1998

Thanks, Frank

SECRETARY OF STATE
TALLAHASSEE FLORIDA
98 JUN - 8 AM 10:14
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6/11



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 8, 1998

From
CT CORPORATION SYSTEM
ATTN: MELANIE

SUBJECT: STAINLESS, INC.
Ref. Number: W98000013082

We have received your document for STAINLESS, INC. and your check(s) totaling \$78.75. 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) 487-6958.

To:
Lee Rivers
Document Specialist

Letter Number: 298A00032140

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*Please have date
this filing to
6-8-98 w/
CWS*

*4:00
6-10-98*

JUN 9 '98 14:26
06/09/98 14:17

FROM OFFICES CHOICES

215 899 9597

STAINLESS INC

→→→ BRIAN BRADY

PAGE.003
002/003



RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Brian W. Brady, do hereby certify that this Resolution of the Board of Directors of Stainless, Inc., a corporation duly organized and existing under the laws of the State of Pennsylvania, was duly adopted on September 19, 1997.

Resolved, that Stainless, Inc., organized and existing in the State of Pennsylvania, hereby adopts the name Stainless Enterprises of PA, Inc., for use in Florida.

Date: June 9, 1998


FRED L. LEVY
Secretary

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 JUN -8 AM 10:14

FILED

**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. STAINLESS 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. PA 3. 23-1313548
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12-31-1953 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NEW / Upon Quail.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
- 7.

P.O. Box 1129 NORTH WALES, PA 19454
(Current mailing address)

8. MANUFACTURE & INSTALL TV AND RADIO
(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: (P.O. Box or Mail Drop Box NOT acceptable)

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.

Ann J. Williams
(Registered agent's signature) ANN J. WILLIAMS
Assistant Vice President

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.

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TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Brian W. Brady

Address: 2178 Commons PKwy
Okemos, MI 48864

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

CEO + President: Brian W Brady

Address: 2178 Commons PKwy
Okemos MI 48864

Vice President: NONE

Address: _____

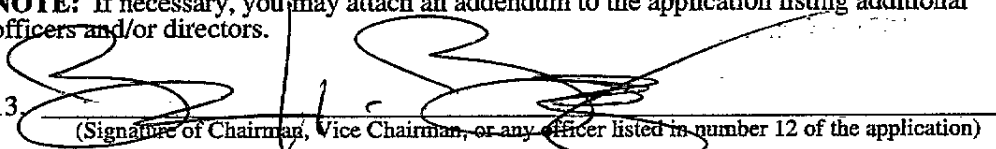
Secretary: Fred L. Levy

Address: 2178 Commons PKwy
Okemos MI 48864

CFO - Treasurer: Rick A Holman

Address: 94 South Park
San Francisco, CA 94107

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. Brian W Brady, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MAY 12, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

STAINLESS, INC.

is duly qualified to do business under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

DPOS