

F980000003360



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 853538 4328840  
AUTHORIZATION :  
COST LIMIT : \$ 70.00

ORDER DATE : June 11, 1998  
ORDER TIME : 9:58 AM  
ORDER NO. : 853538-005  
CUSTOMER NO: 4328840

CUSTOMER: Chris Outlaw, Esq  
Hunter Douglas, Inc.  
2 Parkway & Rte 17 South  
Upper Saddle Ri, NJ 07458

800002558248--8

FOREIGN FILINGS

NAME: HUNTER DOUGLAS METALS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

6/15  
FILED  
98 JUN 15 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
RECEIVED  
98 JUN 15 AM 10:51  
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. HUNTER DOUGLAS METALS, 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. 36-4198450  
(FEI number, if applicable)
4. December 17, 1997  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. APRIL 13, 1998  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 915 W. 175th Street  
Homewood, IL 60430  
(Current mailing address)
8. Any lawful activity including metals trading  
(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: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(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.*

Corporation Service Company  
By: Mary J. Flowers  
(Registered agent's signature)

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: (Street address **ONLY**- P.O. Box **NOT** acceptable)

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

Director Chairman: James Sherwin  
Address: Adligenswilerstrasse 37  
6006 Luzern, Switzerland

Director Vice Chairman: Thomas Hill  
Address: 17228 High Road  
Sonoma, CA 95476

Director: George Ribet  
Address: 915 W. 175th Street  
Homewood, IL 60430

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

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

President: George Ribet  
Address: 915 W. 175th Street  
Homewood, IL 60430

Vice President: Richard Stura  
Address: 915 W. 175th Street  
Homewood, IL 60430

Secretary: Thomas Hill  
Address: 17228 High Road  
Sonoma, CA 95476

Treasurer: Richard Stura  
Address: 915 W. 175th Street  
Homewood, IL 60430

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Richard H. Stura  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

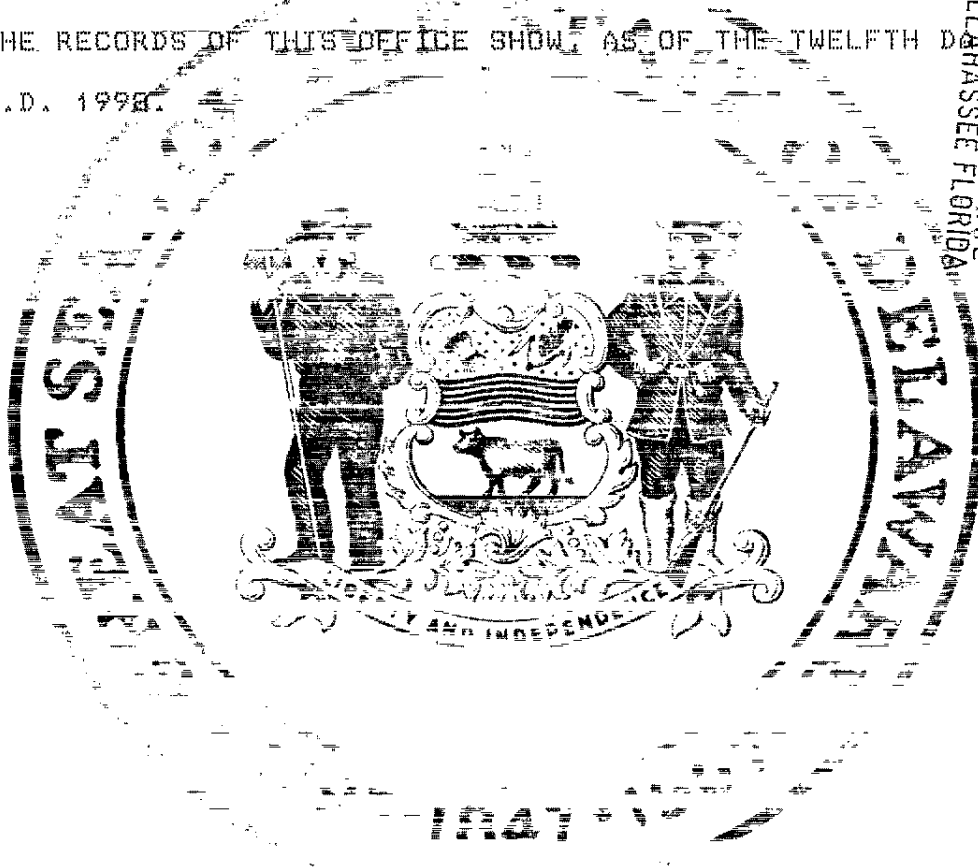
14. Richard H. Stura Vice President / Treasurer  
(Typed or printed name and capacity of person signing application)

*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 "HUNTER DOUGLAS METALS, 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 TWELFTH DAY OF JUNE, A.D. 1998.



**FILED**  
98 JUN 15 AM 11:52  
SECRETARY OF STATE  
WILMINGHAM, DELAWARE



*Edward J. Freel*

Edward J. Freel, Secretary of State

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981227161

AUTHENTICATION:

9134621

DATE:

06-12-98