

# F980000003737

Document Number Only

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100002576491--0

-06/30/98-01076-007

\*\*\*131.25 \*\*\*131.25

*Riverwalk Commerce Acquisition Corp.*

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☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of R.A.

☐ Limited Liability Partnership

☐ UCC-1 UCC-3

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W.P. Verifier

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Thanks, Melanie ☺

# 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. Riverwalk Commerce Acquisition Corp.  
(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. Michigan  
(State or country under the law of which it is incorporated)
3. Applied For  
(FEI number, if applicable)
4. June 26, 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. 33 Bloomfield Hills Parkway, Suite 200  
Bloomfield Hills, MI 48304  
(Current mailing address)
8. To engage in any activity within the purposes for which corporations may be formed under the Florida Business Corporation Act.  
(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)

PETER F. SOUZA  
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: N/A

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

Vice Chairman: N/A

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

Director: Mark J. O'Brien

Address: 33 Bloomfield Hills Parkway, Suite 200  
Bloomfield Hills, MI 48304

Director: Roger Cregg

Address: 33 Bloomfield Hills Parkway, Suite 200  
Bloomfield Hills, MI 48304

B. OFFICERS

President: Roger Cregg

Address: 33 Bloomfield Hills Parkway, Suite 200  
Bloomfield Hills, MI 48304

Vice President: Bruce E. Robinson

Address: 33 Bloomfield Hills Parkway, Suite 200  
Bloomfield Hills, MI 48304

Secretary: Bruce E. Robinson

Address: 33 Bloomfield Hills Parkway, Suite 200  
Bloomfield Hills, MI 48304

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Treasurer: Bruce E. Robinson

Address: 33 Bloomfield Hills Parkway, Suite 200

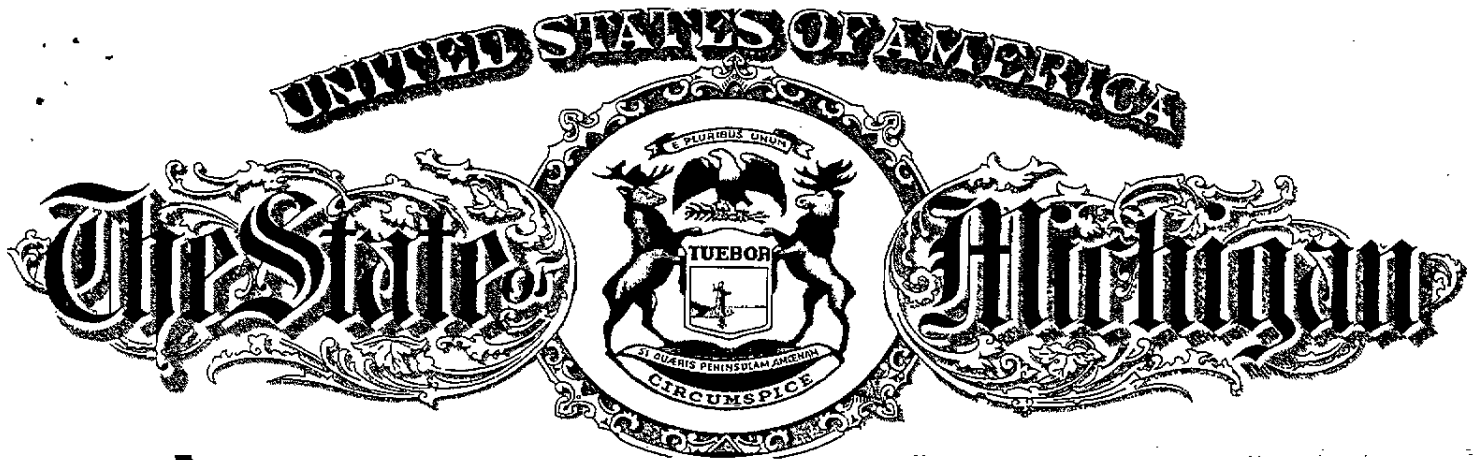
Bloomfield Hills, MI 48304

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

13. Bruce E. Robinson  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bruce E. Robinson, Vice President  
(Typed or printed name and capacity of person signing application)

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

*This is to Certify That*

RIVERWALK COMMERCE ACQUISITION CORP.

*a Michigan profit corporation, was incorporated on June 26, 1998, and said corporation is in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.*

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*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 26th day of June, 1998.*

*Julie Croll*, Director  
Corporation, Securities and Land Development Bureau