

F98000004102

Document Number Only

CF Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

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*****70.00 *****70.00

CORPORATION(S) NAME

Acquisition Corporation

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- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
- Limited Liability Company
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Name Registration
- Change of R.A.
- Fictitious Name
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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. V Acquisition Corporation
(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. 23-2963282 (FEI number, if applicable)

4. April 20, 1998 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. July 31, 1998 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 148 West State Street, Kennett Square, Pennsylvania 19348
(Current mailing address)

To engage in any lawful act or activity for which corporations may be organized to do business under the General Corporation Law of Delaware.

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

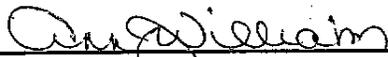
9. Name and street address of Florida registered agent:

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)

ANN J. WILLIAMS

Assistant Vice President

(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. *I C G*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ira C. Gubernick, Secretary
(Typed or printed name and capacity of person signing application)

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ATTACHMENT TO APPLICATION FOR
AUTHORITY

V ACQUISITION CORPORATION

OFFICERS OF THE COMPANY

<u>Office</u>	<u>Name</u>	<u>Address</u>
Chairman and Chief Executive Officer	Michael R. Walker	101 East State Street Kennett Square, PA 19348
President	Richard R. Howard	101 East State Street Kennett Square, PA 19348
Sr. Vice President- Finance and Chief Financial Officer	George V. Hager, Jr.	101 East State Street Kennett Square, PA 19348
Secretary	Ira C. Gubernick	101 East State Street Kennett Square, PA 19348
Treasurer and Assistant Secretary	James V. McKeon	101 East State Street Kennett Square, PA 19348

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DIRECTORS OF THE COMPANY

<u>Name</u>	<u>Address</u>
Michael R. Walker	101 East State Street Kennett Square, PA 19348
Richard R. Howard	101 East State Street Kennett Square, PA 19348

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "V ACQUISITION CORPORATION" 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 SIXTEENTH DAY OF JULY, A.D. 1998.

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

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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9200920

DATE:

07-16-98