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FILING COVER SHEET

REFERENCE: 0158.3389
DATE: 8-6-98
CONTACT: CINDY HICKS
FROM: CORPORATE & CRIMINAL RESEARCH SERVICES
103 N. MERIDIAN STREET
TALLAHASSEE, FL 32301
TELEPHONE: 222-1173
SUBJECT: Burke Industries, Inc.

STATE FEES PREPAID WITH CHECK # 3968 FOR \$ 122.50

000002609800--4
-08/06/98--01078--001
***122.50 ***122.50

PLEASE FILE:

<input type="checkbox"/> ARTICLES OF INC.	<input type="checkbox"/> AMENDMENT	<input type="checkbox"/> DISSOLUTION
<input type="checkbox"/> ANNUAL REPORT	<input type="checkbox"/> MERGER	<input type="checkbox"/> WITHDRAWAL
<input checked="" type="checkbox"/> QUALIFICATION	<input type="checkbox"/> LIMITED PARTNERSHIP	<input type="checkbox"/> ANNUAL REPORT
<input type="checkbox"/> FICTITIOUS NAME	<input type="checkbox"/> LIMITED LIABILITY	<input type="checkbox"/> REINSTATEMENT
<input type="checkbox"/> TRADEMARK/SERVICE	<input type="checkbox"/> UCC-1	<input type="checkbox"/> UCC-3

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TALLAHASSEE, FLORIDA

PROVIDE US WITH:

☒ CERTIFIED COPY ☐ CERTIFICATE OF STATUS ☐ STAMPED COPY

Examiner's Initials

2/8/98

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98 AUG -6 PM 2
DIVISION OF CORPORATIONS

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. Burke Industries, 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. California
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. October 19, 1988
(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 817.155, F.S.))

7. 2250 S. 10th Street, San Jose, California 95112
(Current mailing address)

8. Manufacturer - rubber
(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: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

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.

C. Back
(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.

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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: George Sawyer

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Vice Chairman: Rocco C. Genovese

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Director: Reed C. Wolthausen

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Director: Oliver C. Boileau, Jr.

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

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

President: Rocco C. Genovese

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Vice President: David E. Worthington

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Secretary: Keith Oster

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Treasurer: David E. Worthington

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

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. DAVID E. WORTHINGTON

(Typed or printed name and capacity of person signing application)

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ADDENDUM

Directors Continued...

Director: Donald Glickman

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Director: Bruce D. Gorchow

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Director: John F. Lehman

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Director: Keith Oster

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Director: Thomas G. Pownall

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

Director: Joseph A. Stroud

Address: Burke Industries, Inc., 2250 S. 10th Street, San Jose, CA 95112

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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TALLAHASSEE, FLORIDA

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 19th day of October, 1988,

BURKE INDUSTRIES, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

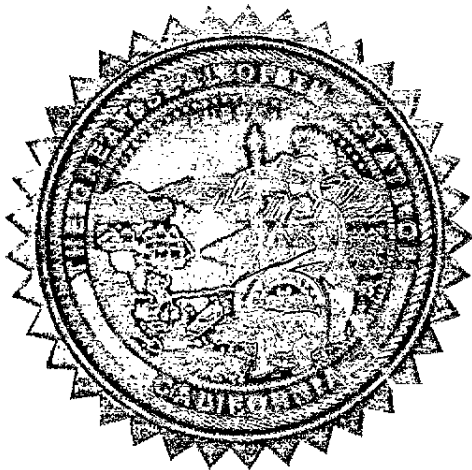
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of
August 3, 1998



Bill Jones

Secretary of State