

ACCOUNT NO. :

072100000032

REFERENCE :

029568

4329479

AUTHORIZATION

COST LIMIT :

ORDER DATE: November 12, 1998

ORDER TIME : 10:33 AM

ORDER NO. : 029568-005

- 900002685778--8

CUSTOMER NO: 4329479

CUSTOMER: Alexandra Jensen, Legal Asst

Baker & Hostetler

200 South Orange Avenue Suntrust Center Suite 2300 Orlando, FL 32802-0112

FOREIGN FILINGS

MCCLAIN & COMPANY BUSINESS SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

__CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

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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.	McClain & Company Business Services, 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.	Ohio 3. Applied For
٠.	(State or country under the law of which it is incorporated) (FEI number, if applicable)
4.	10/20/98 5. Perpetual
	(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6.	Date of filing of this application
	(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7.	6480 Rockside Woods Blvd., South, Suite 330
	Cleveland, OH 44131
8. _.	(Current mailing address) To engage in any lawful act or activity for which corporations may be formed under Florida statutes (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) 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
10.	Registered agent's acceptance: Tallahassee , Florida, 32301 (Zip Code) O
cor reg all and	wing been named as registered agent and to accept service of process for the above stated poration at the place designated in this application, I hereby accept the appointment as sistered agent and agree to act in this capacity. I further agree to comply with the provisions of statutes relative to the proper and complete performance of my duties, and I am familiar with accept the obligations of my position as registered agent. Corporation Service Company By: Llevah W. Shiper as agent
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)

Chairman:	Keith W. Reeves
Address: _	6480 Rockside Woods Blwd., South, Suite 330
	Cleveland, OH 44131
Vice Chairr	nan;
Address: _	
_	
Director: _	
Director: _	
_	
B. OFFIC	ERS (Street address only- P. O. Box NOT acceptable)
	Keith W. Reeves
	6480 Rockside Woods Blvd., South, Suite 330
	Cleveland, OH 44131
– Vice Presid	ent:
_	
Secretary:	Barbara A. Rutigliano
Address: _	6480 Rockside Woods Blvd., South, Suite 330
_	Cleveland, OH 44131
Treasurer:	Jocelyn A. Bradford
Address: _	6480 Rockside Woods Blvd., South, Suite 330
_	Cleveland, OH 44131
officers and	necessary, you may attach an addendum to the application listing additional Vor directors.
13. <u>(Sig</u> r	nature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Keith	W. Reeves, President (Typed or printed name and capacity of person signing application)
	(*) Pow or printed hame and capacity or person signing application)

UNITED STATES OF AMERICA, STATE OF OHIO, OFFICE OF THE SECRETARY OF STATE.

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show MCCLAIN & COMPANY BUSINESS SERVICES, INC., an Ohio Corporation, Charter No. 1039086, having its principal location in Cleveland, County of Cuyahoga, was incorporated on October 20, 1998, is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official seal at Columbus, Ohio October 30, 1998

Bob Taft Secretary of State