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F990000001425

CT Corporation System

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

200002808008--5  
-03/16/99--01084--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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Hill Phoenix, Inc.

- ☒ Profit  
☐ NonProfit  
☐ Amendment  
☐ Merger  
☒ Foreign  
☐ Dissolution/Withdrawal  
☐ Limited Liability Company  
☐ Limited Partnership  
☐ Annual Report  
☐ Other  
☐ Reinstatement  
☐ Name Registration  
☐ Change of R.A.  
☐ Fictitious Name  
☐ UCC-1 Financing Statement  
☐ UCC-3 Filing  
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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. Hill PHOENIX, 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. 58-2128804  
(FEI number, if applicable)
4. July 18, 1994  
(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. 709 Sigman Road, Conners, Georgia 30013  
(Current mailing address)
8. Sales, installation and service of commercial refrigeration equipment.  
(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)

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## 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

Dale W. Morris

(Registered agent's signature) (Officer)

Dale W. Morris Asst. Vice Pres  
(Type Name and Title of Officer)

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. Larry C. Morgenthau  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Larry Morgenthau, Chief Financial Officer  
(Typed or printed name and capacity of person signing application)

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**Hill PHOENIX**  
**Directors and Officers**

Directors - Jerry W. Yochum  
Dover Diversified  
2607 N. Grandview Blvd Suite 105  
Waukesha, WI 53188

Graeme McMahan  
Dover Diversified  
2607 N. Grandview Blvd. Suite 105  
Waukesha, WI 53188

Ralph S. Coppola  
Hill PHOENIX  
709 Sigman Rd.  
Conyers, Ga 30013

Randal S. Frederick  
Hill PHOENIX  
709 Sigman Rd.  
Conyers, Ga 30013

Larry C. Morgenthaler  
Hill PHOENIX  
709 Sigman Rd.  
Conyers, Ga 30013

Officers - Ralph S. Coppola  
Randal S. Frederick  
Larry C. Morgenthaler  
Ray Tolcher

Hill PHOENIX  
709 Sigman Rd.  
Conyers, Ga 30013

George F. Meserole  
Robert G. Kuhbach

Dover Corporation  
280 Park Avenue Flr 34W  
New York, NY 10017

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DIVISION OF REGISTRATION

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 "HILL PHOENIX, 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 TENTH DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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*Edward J. Freel*  
Edward J. Freel, Secretary of State

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AUTHENTICATION:

9620590

DATE:

03-10-99