

P99000002732

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

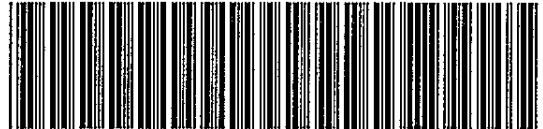
(Document Number)

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06 APR 19 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*Handwritten signature*  
4/19/06

\*00789, 02544, 00624, 00641, 00671

SINCE 1895



ATTORNEYS AT LAW

Raquel T. Pérez-López  
Paralegal  
(757) 628-5682  
rperez-lopez@wilsav.com

01075.000

March 23, 2006

**Via Federal Express**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Volvo Aero North America, Inc. Amendment

To Whom it May Concern:

Attached please find a "Profit Corporation Application by Foreign Corporation to file Amendment to Application for Authorization to Transact Business in Florida" for Volvo Aero North America, Inc, along with the \$35.00 filing fee. I have also enclosed a Certificate of Merger from Delaware which may assist you with the filing.

Please do not hesitate to contact me at (757) 628-5682 with any questions or concerns.

Yours truly,

*Raquel T. Pérez-López*

Raquel T. Pérez-López

RTP  
Attachments  
cc: Keith C. Cuthrell, Jr., Esq., w/ encl.

I-698697.1

Reply to Norfolk Office

ONE COMMERCIAL PLACE SUITE 1800 NORFOLK, VIRGINIA 23510 757.628.5500 FACSIMILE 757.628.5566  
222 CENTRAL PARK AVENUE SUITE 1500 VIRGINIA BEACH, VIRGINIA 23462 757.628.5600 FACSIMILE 757.628.5659

WWW.WILCOXANDSAVAGE.COM

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Volvo Aero North America, Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** \_\_\_\_\_

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Raquel Perez-Lopez

(Name of Contact Person)

Willcox & Savage, PC

(Firm/Company)

One Commercial Pl., Suite 1800

(Address)

Norfolk, VA 23510

(City/State and Zip Code)

For further information concerning this matter, please call:

Raquel Perez-Lopez

(Name of Contact Person)

at ( 757 ) 628-5682

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 3, 2006

Raquel T. Perez-Lopez  
One Commercial Place  
Suite 1800  
Norfolk, VA 23510

SUBJECT: VOLVO AERO NORTH AMERICA, INC.  
Ref. Number: F99000002732

We have received your document for VOLVO AERO NORTH AMERICA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, and Inc.

The document must have original signatures.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey  
Document Specialist

Letter Number: 106A00022298

SINCE 1895



ATTORNEYS AT LAW

Raquel T. Perez-Lopez  
Paralegal  
(757) 628-5682  
rperez-lopez@wilsav.com

01075.000

April 13, 2006

**PERSONAL AND CONFIDENTIAL**

**Via Federal Express**

Florida Department of State  
Ms. Annette Ramsey  
Corporate Division  
Clifton Building  
2661 Executive Center Cir.  
Tallahassee, FL 32301

Re: Volvo Aero Services Corp. Foreign LP Amendment and Cancellation Filings

Dear Ms. Ramsey:

Pursuant to our telephone conversation of April 11, 2006, enclosed please find the rejected filing for Volvo Aero North America, Inc., reference number F99000002732.

Per your request, I now enclose original signatures on the previously submitted Foreign Profit Corporation Amendment form for the name change from Volvo Aero North America, Inc. to Volvo Aero Services Corp. Secondly, I have also attached an original Delaware Certificate of Merger documenting said name change in its domestic state. Per your correspondence, your office is holding the \$35.00 fee for the Amendment filing.

I also enclose the form and \$52.50 filing fee for Cancellation of a Foreign LP, namely Volvo Aero Services L.P., which I did not submit before. The cancellation filing has original signatures and a second original Delaware Certificate of Merger. I believe you said you planned to take the cancellation downstairs first for filing so that the cancellation will clear the way for the name availability of Volvo Aero Services.

I understand that there is no expediting fee available for either document, but that normal filing times are between one and two business days. Thank you for your assistance in this matter. Please feel free to contact me at (757) 628-5682 with any questions.

I-702129.1

Reply to Norfolk Office

ONE COMMERCIAL PLACE SUITE 1800 NORFOLK, VIRGINIA 23510 757.628.5500 FACSIMILE 757.628.5566  
222 CENTRAL PARK AVENUE SUITE 1500 VIRGINIA BEACH, VIRGINIA 23462 757.628.5600 FACSIMILE 757.628.5659

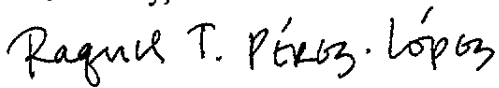
WWW.WILCOXANDSAVAGE.COM

Willcox & Savage

Florida Department of State  
April 13, 2006  
Page 2

**PERSONAL AND CONFIDENTIAL**

Yours truly,

A handwritten signature in black ink that reads "Raquel T. Pérez-López". The signature is written in a cursive style with a large, stylized "R" and "P".

Raquel T. Perez-Lopez  
Paralegal

RTP

Enclosures

cc: Keith C. Cuthrell, Jr., Esq. (w/attachments)

Jeffrey W. Breeser, Esq. (w/attachments)

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

FILED  
482  
PH 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

\_\_\_\_\_  
(Document number of corporation (if known))

1. Volvo Aero North America, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. May 27, 1999  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? Jan. 1, 2006
5. Volvo Aero Services Corp.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- (If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
6. If the amendment changes the period of duration, indicate new period of duration.
- \_\_\_\_\_  
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- \_\_\_\_\_  
(New jurisdiction)

Richard P. Murad  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Richard P. Murad  
(Typed or printed name of person signing)

Vice President & Secretary  
(Title of person signing)

# Delaware

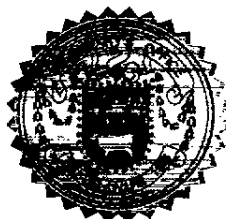
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"VOLVO AERO SERVICES LP", A DELAWARE LIMITED PARTNERSHIP, WITH AND INTO "VOLVO AERO NORTH AMERICA, INC." UNDER THE NAME OF "VOLVO AERO SERVICES CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2005, AT 2:13 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2006, AT 12:01 O'CLOCK A.M.



2312328 8100M

060340864

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4661804

DATE: 04-11-06



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:13 PM 12/27/2005  
FILED 02:13 PM 12/27/2005  
SRV 051062143 - 2312328 FILE

**CERTIFICATE OF MERGER  
OF  
VOLVO AERO NORTH AMERICA, INC.**

**(Merger of Volvo Aero Services LP with and into Volvo Aero North America, Inc.)**

Pursuant to Title 8, Section 263(c) of the Delaware General Corporation Law and Title 6, Section 17-211 of the Delaware Limited Partnerships Act, the undersigned corporation executed the following Certificate of Merger:

1. The constituent entities are Volvo Aero North America, Inc., a Delaware corporation, and Volvo Aero Services LP, a Delaware limited partnership.
2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities.
3. The name of the surviving corporation is Volvo Aero North America, Inc.
4. The Certificate of Incorporation of Volvo Aero North America, Inc. shall be the Certificate of Incorporation of the surviving entity, except that, in accordance with the Agreement of Merger, Article I of the Certificate of Incorporation of Volvo Aero North America, Inc. shall be amended and restated at the effective time of the merger to read as follows: "The name of the Corporation is Volvo Aero Services Corp."
5. The executed Agreement of Merger is on file at the office of Volvo Aero North America, Inc. at 645 Park of Commerce Way, Boca Raton, Florida 33487.
6. A copy of the Agreement of Merger will be furnished by Volvo Aero North America, Inc., on request and without cost, to any stockholder of Volvo Aero North America, Inc., and any partner of Volvo Aero Services LP.
7. The merger shall be effective at 12:01 A.M. on January 1, 2006.

WITNESS the following signature of an authorized officer of Volvo Aero North America, Inc., the surviving entity in the merger, as of this 27<sup>th</sup> day of December, 2005.

**VOLVO AERO NORTH AMERICA, INC.**

By: Richard P. Murad  
Name: Richard P. Murad  
Title: Vice President + Secretary