

# TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: SCA INVESTMENT COMPANY, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

RICHARD PIECHOWSKI

(Name of Person)

SCA INVESTMENT COMPANY, INC.

(Firm/Company)

500 BALDWIN TOWER

(Address)

EDDYSTONE, PA 19022

(City/State/Zip)

400002724484--3

-12/29/98-01021--001

\*\*\*\*\*70.00 \*\*\*\*\*70.00

400002724484--3

-06/30/99-01065--001

\*\*\*2315.00 \*\*\*2315.00

W98-29160

Should you need to call someone concerning this matter, please call:

Richard Piechowski

(Name of Person)

at 610-499-3700

(Area Code & Daytime Telephone Number)

## COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

## MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

99 JUN 30 PM 12:17

FILED

W6/30



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 30, 1998

RICHARD PIECHOWSKI  
SCA INVESTMENT COMPANY, INC.  
500 BALDWIN TOWER  
EDDYSTONE, PA 19022

SUBJECT: SCA INVESTMENT COMPANY, INC.  
Ref. Number: W98000029160

We have received your document for SCA INVESTMENT COMPANY, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2315.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 798A00060944



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 26, 1999

RICHARD PIECHOWSKI  
SCA INVESTMENT COMPANY, INC.  
500 BALDWIN TOWER  
EDDYSTONE, PA 19022

SUBJECT: SCA INVESTMENT COMPANY, INC.  
Ref. Number: W98000029160

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for SCA INVESTMENT COMPANY, INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1996. You were notified by letter dated December 30, 1998, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$2315.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Jennifer Sindt  
Document Examiner      Letter No. 099A00009065

Enclosure



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 9, 1999

RICHARD PIECHOWSKI  
SCA INVESTMENT COMPANY, INC.  
500 BALDWIN TOWER  
EDDYSTONE, PA 19022

SUBJECT: SCA INVESTMENT COMPANY, INC.  
Ref. Number: W98000029160

**CERTIFIED MAIL #Z 311 649 568 RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of SCA INVESTMENT COMPANY, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by SCA INVESTMENT COMPANY, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$2315.00 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6051. I look forward to your response.

Sincerely,

Gerard T. York, Assistant General Counsel

Enclosures Letter No. 199A00031207



June 21, 1999

Ms. Gretchen Harvey  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: SCA Investment Company, Inc.  
F.E.I.N. 68-0283647  
Ref. # W9000029160

Dear Ms. Harvey:

In regards to the attached correspondence dated June 9, 1999, we are enclosing a check in the amount of \$2,315.00 to cover fees and penalties that are due at this time.

Also enclosed is the required corporate resolution signed by a corporate officer designating the alternate name for use in the state of Florida and an updated list of officers and directors.

If you have any questions concerning the enclosed documents, please call (610) 499-3341.

Sincerely,

Carolyn T. Homyak  
Finance/Tax

SCA HYGIENE PRODUCTS  
*Incontinence Care*  
500 Baldwin Tower  
Eddystone, PA 19022  
Phone: 610-499-3700

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned RICHARD PIECHOWSKI, do hereby certify  
(Name)

that this Resolution of the Board of Directors of \_\_\_\_\_

SCA INVESTMENT COMPANY, INC.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE,

was duly adopted on JUNE 10, 19 99.

Be it resolved, that SCA INVESTMENT COMPANY, INC.  
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

SCA HYGIENE PRODUCTS, INC. for use in Florida.

Dated: 6/21/99

Richard Piechowski  
Signature of either Chairman, Vice Chairman or any officer

RICHARD PIECHOWSKI  
Type or print name

FILED  
99 JUN 30 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**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. SCA INVESTMENT COMPANY, 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. 68-0283647

(FEI number, if applicable)

4. 04/09/92

(Date of Incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or  
"perpetual")

6. 01/01/96

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 500 BALDWIN TOWER

EDDYSTONE, PA 19022

(Current mailing address)

TO ACT AS A PARTNER OF A GENERAL PARTNERSHIP TO BE KNOWN AS SCA HYGIENE PRODUCTS, WHICH WILL ENGAGE

8. IN THE MARKETING AND SALE OF ADULT INCONTINENCE PRODUCTS AND WOUND CARE PRODUCTS.

(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: UNITED CORPORATE SERVICES, INC.

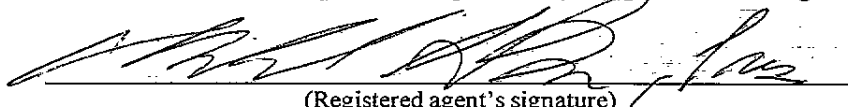
Office Address: 801 NORTHEAST 167TH ST, STE 300

NORTH MIAMI BEACH, Florida, 33162

(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.*



(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.

FILED  
99 JUN 30 PM 12:17  
TALLAHASSEE  
SECRETARY OF STATE

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: JOHN S. CLEMENT

Address: 500 BALDWIN TOWER

EDDYSTONE, PA 19022

Director: STEVE FISHER

Address: 500 BALDWIN TOWER

EDDYSTONE, PA 19022

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

President: JOHN S. CLEMENT

Address: 500 BALDWIN TOWER

EDDYSTONE, PA 19022

Vice President: THOMAS L. HINCKLEY

Address: 500 BALDWIN TOWER

EDDYSTONE, PA 19022

Secretary: RICHARD PIECHOWSKI

Address: 500 BALDWIN TOWER

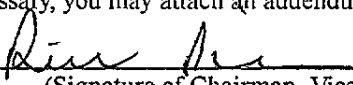
EDDYSTONE, PA 19022

Treasurer: STEVE FISHER

Address: 500 BALDWIN TOWER

EDDYSTONE, PA 19022

**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. RICHARD PIECHOWSKI - SECRETARY  
(Typed or printed name and capacity of person signing application)

**FILED**  
99 JUN 30 PM 12:18  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

**ADDENDUM LISTING ADDITIONAL DIRECTOR FOR:  
APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

**SCA INVESTMENT COMPANY, INC.**  
DIRECTOR: Thomas L. Hinckley  
500 Baldwin Tower  
Eddystone, PA 19022

**FILED**  
99 JUN 30 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

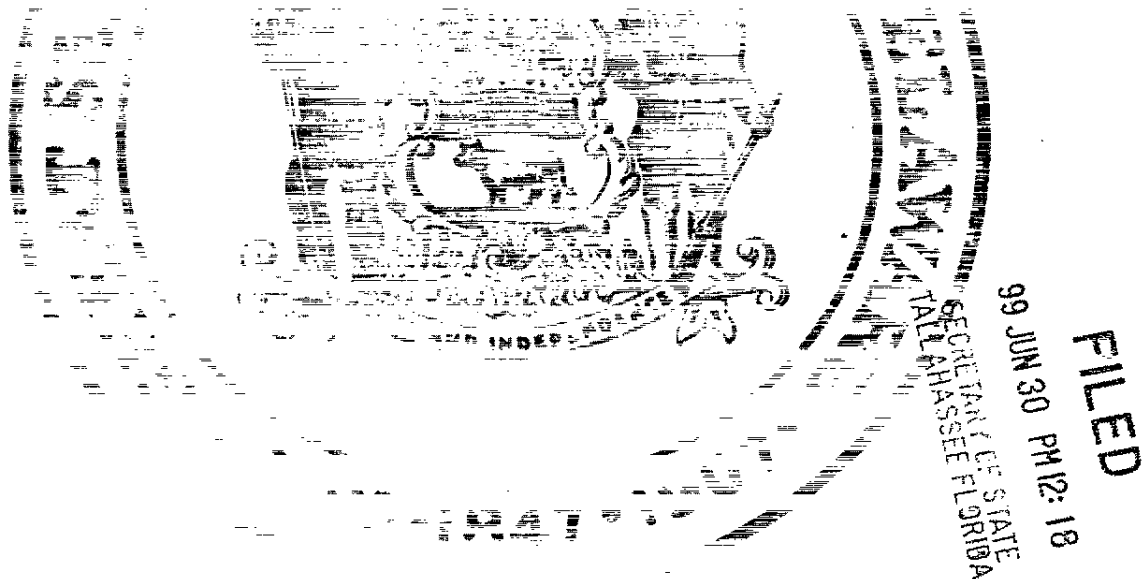
*State of Delaware*  
*Office of the Secretary of State*

---

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SCA INVESTMENT COMPANY, 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 SIXTEENTH DAY OF NOVEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID IS THE SIXTEENTH DAY OF NOVEMBER, A.D. 1998.



99 JUN 30 PM 12:18

FILED

SECRETARY OF STATE  
TALLAHASSEE FLORIDA



2294024 8300

981432282

*Edward J. Freel*

Edward J. Freel, Secretary of State

9406246

AUTHENTICATION:

DATE: 11-16-98