

Document Number Only

F99000006744

89 DEC 28 PM 5:44

C T CORPORATION SYSTEM *Melanie Strickland*

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

700003081947--1

-12/28/99--01051--024

*****70.00 *****70.00

Keaton, Inc

Name not available "Keaton Corp."

#P93-65024

disc 9/24/99

☒ Profit

☐ NonProfit

☒ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fict. Filing Cancel

☐ UCC-1 UCC-3

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

789/316/671

310/2248

DEC 28

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 DEC 28 PM 12:36

RECEIVED

Please Return Extra Copy(s)
Filed Stamp

Thanks, Melanie ☺

W99-2951

99 DEC 29 PM 5:42



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 28, 1999

CT CORPORATION SYSTEM
ATTN: MELANIE STRICKLAND
WALK-IN,

SUBJECT: KEATON, INC.
Ref. Number: W99000029517

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 DEC 29 AM 11:32

RECEIVED

99 DEC 28 PM 5:44

We have received your document for KEATON, INC. and your check(s) totaling \$70.00. 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, Inc., Company, and CO.

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

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) 487-6918.

Nanette Causseaux
Corporate Specialist Supervisor

Letter Number: 199A00060445

From: Melanie / CT

* Important *

This Qual. needs
to be back-dated
to 12-28-99

Please Please Put
in our box (CT)
As soon as you can.
- Thanks A. Nathan

DEC 28 '99 16:54 FR BL&D DETROIT

313 393 7579 TO 9-18502227615-32 P.02/02

DEC 28 '99 16:23 FR BL&D DETROIT
DEC-28-1999 16:09

313 393 7579 TO 9-011-523-222-58 F.02/02
CI CORPORATION SYSTEM

850 222 7615 P.02/02



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

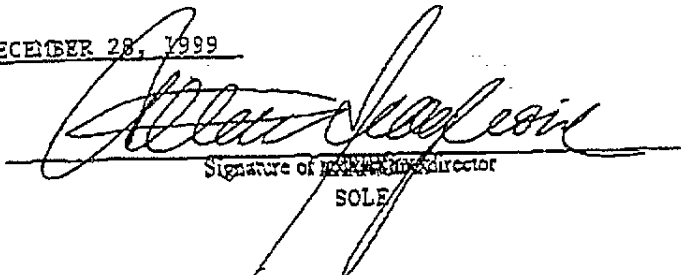
RESOLUTION OF BOARD OF DIRECTORS
OF KEATON, INC.

99 DEC 28 PM 5:44

I, the undersigned, ALBERT SCAGLIONE, do hereby certify
that this Resolution of the Board of Directors of KEATON, INC.
a corporation duly organized and existing under the laws of the State of DELAWARE
was duly adopted on DECEMBER 28, 19 99.

Resolved, that KEATON, INC., organized
and existing in the State of DELAWARE, hereby adopts the
name PARK WEST AT SEA, INC.
Park West at Sea, Inc.
for use in Florida.

Dated: DECEMBER 28, 1999


Signature of Albert Scaglione Director
SOLE

DHS19(3/95)

Division of Corporations • P.O. Box 6327 • Tallahassee, Florida 32314

DEC 28 '99 15:32

TOTAL P.02
*** TOTAL PAGE.02 ***

DEC 28 '99 16:29

322 25840

PAGE.01

**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. KEATON, 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. 38-3413691

(FEI number, if applicable)

4. OCTOBER 27, 1995

(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. 1209 ORANGE STREET

WILMINGTON, DE 19801

(Current mailing address)

8. SALES OF ART AND PICTURE FRAMING

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT CORPORATION SYSTEM

Office Address: c/o CT CORPORATION SYSTEM

1200 SOUTH PINE ISLAND ROAD

PLANTATION,

Florida, 33324

(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.

Marc A. Gillis

(Registered agent's signature)

MARC A. GILLIS, ASST Secy

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: N/A

Address: _____

Vice Chairman: _____

Address: N/A

Sole Director: ALBERT SCAGLIONE

Address: c/o PARK WEST GALLERIES, INC.

29469 NORTHWESTERN HIGHWAY, SOUTHFIELD, MI 48034

Director: _____

Address: _____

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

President: ALBERT SCAGLIONE

Address: c/o PARK WEST GALLERIES, INC.

29469 NORTHWESTERN HIGHWAY, SOUTHFIELD, MI 48034

Vice President: MARK SCAGLIONE

Address: c/o PARK WEST GALLERIES, INC.

29469 NORTHWESTERN HIGHWAY, SOUTHFIELD, MI 48034

Secretary: NICOLETTE YANKE

Address: c/o PARK WEST GALLERIES, INC.

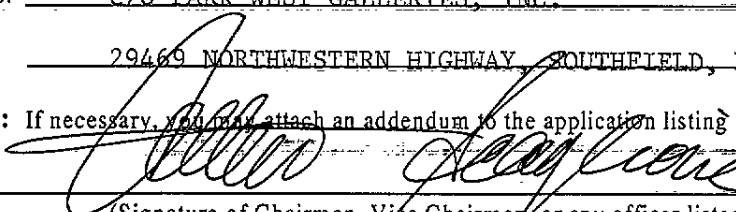
29469 NORTHWESTERN HIGHWAY, SOUTHFIELD, MI 48034

Treasurer: NICOLETTE YANKE

Address: c/o PARK WEST GALLERIES, INC.

29469 NORTHWESTERN HIGHWAY, SOUTHFIELD, MI 48034

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. ALBERT SCAGLIONE, PRESIDENT AND DIRECTOR
(Typed or printed name and capacity of person signing application)

89 DEC 28 PM 5:14
CLERK OF SUPERIOR COURT
JANUARY 1990

State of Delaware
Office of the Secretary of State

PAGE 1

99 DEC 28 PM 5:14
RECEIVED
OFFICE OF THE SECRETARY OF STATE
DELAWARE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KEATON, 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 DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KEATON, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 1995.

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



A handwritten signature in black ink, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2556415 8300

0145392

AUTHENTICATION:

991542237

12-16-99

DATE: