

M00000000 1010

Document Number Only

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

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-05/25/00--01021--022  
\*\*\*\*125.00 \*\*\*\*125.00

CORPORATION(S) NAME

Mercedes-Benz USA, LLC

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

00 MAY 25 PM 3:39  
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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

05/25/00

FILE SECOND

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 MAY 25 AM 11:47

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78

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Mercedes-Benz USA, LLC  
(Name of foreign limited liability company)

2. Delaware 3. 22-2375138  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 10/30/81 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Regis  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. One Mercedes Drive, Montvale, NJ 07645-0350  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The usual business addresses of the managing members or managers are as follows:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: See attached rider.

Wayne H. Samson  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

WAYNE H. SAMSON  
Typed or printed name of signee

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**MERCEDES-BENZ USA, LLC  
MANAGERS**

<u>Name &amp; Address</u>	<u>Social Security #</u>
James P. Holden, Chairman 7596 Barnsbury West Bloomfield, MI 48324	379-54-2206
Juergen Hubbert Vorstandsmitglied Mercedes-Benz AG Mercedes Street 36 70322 Stuttgart Germany	950-28-2443
S. Paul Halata 329 Walsh Drive Mahwah, NJ 07430	145-06-7855
Michael Bassermann Mercedes-Benz USA, Inc. One Mercedes Drive Montvale, NJ 07645	295-76-4861
Professor Werner Breitschwerdt Daimler-Benz A.G. Mercedes Street 36 70322 Stuttgart Germany	214-36-4738
Ernst Stoeckl Theodor - Stern-Kai 1 60596 Frankfurt Germany	542-25-2065

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Business Address for All Directors:  
Mercedes-Benz USA, Inc.  
One Mercedes Drive  
Montvale, NJ 07645



# MERCEDES-BENZ USA, LLC LISTING OF OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>	<u>S.S. #</u>
S. Paul Halata	President/C.E.O.	329 Walsh Drive Mahwah, NJ 07430	145-06-7855
Kenneth Enders	Vice President	6 Jonathan Court Warwick, NY 10990	102-54-6770
Ronald J. Elder	Vice President	136 Richards Road Ridgewood, NJ 07450	371-70-5537
Harold D. Whiteford	Vice President	618 Haring Farm Court River Vale, NJ 07675	371-58-6219
Wayne H. Samson	Vice President, Gen. Counsel & Sec'y	150 Ashley Place Park Ridge, NJ 07656	148-32-0588
Thomas Guidugli	General Manager	29285 Brooks Lane Southfield, MI 48034	008-40-7275
John McDonough	General Manager	16 Fairway Place Half Moon Bay, CA 94019	018-34-6081
Robert Crolic	General Manager	3813 Coopers Lake Road Jacksonville, FL 32224	193-42-6081
Walter W. Anderson	General Manager	65 S. Wynstone N. Barrington, IL 60010	279-52-6625
David Schembri	General Manager	28702 Murrelet Drive Laguna Nigel, CA 92677	379-58-6371
Mark Korman	General Manager	11505 Broad Green Drive Potomac, MD 20854	065-38-1547
Paul Juron	General Manager	10 Stonehenge Road Warwick, NY 10990	100-38-2684
Rudolf Steinle	General Mgr/Controller	14 Stonewall Court Mahwah, NJ 07430	137-02-2601
Anthony P. LaSpada	Assistant Secretary	671 Handweg Drive River Vale, NJ 07675	148-36-9963

Term: Until next Board of Directors meeting

Business Address for All Officers: One Mercedes Drive Montvale, NJ 07645

May 10, 2000

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The nature of the business of the Company and the objects or purposes to be transacted, promoted or carried on by it are as follows:

1. To manufacture, cause to be manufactured, assemble, purchase, import, take on lease, exchange or otherwise produce or acquire; and to maintain, equip, rebuild, replace, test, service, repair, hold, own, hire, use and operate; and to distribute, sell, exchange, lease, mortgage, pledge, export or otherwise dispose of; and to invest in and generally to deal and trade in, or otherwise turn to account:

(a) Any and all motor vehicles, automobiles, motor carriages, trucks, buses, tractors, multi-purpose vehicles, boats, vessels, and any other machines or equipment to be used for land, water or aerial transportation and operated or propelled by gas, gasoline, oil, kerosene or any other petroleum product or petroleum substitute, steam, electricity, compressed air, or other motive power whatsoever, and all chassis, bodies, tires, parts, accessories, specialties and equipment used in connection therewith or pertaining thereto; and

(b) Any and all engines and motors, whether marine or stationary or for use in motor vehicles, automobiles, motor carriages, trucks, buses, tractors, multi-purpose vehicles, aviation equipment, agricultural implements, boats, vessels, or otherwise howsoever, and machines, carburetors, implements, utensils, apparatus, lubricants, cements, solutions and appliances of any and every class and description and all parts or accessories used in connection therewith or pertaining thereto; and

(c) Any and all goods, materials, wares and merchandise and devices, machinery equipment, tools, hardware, implements, parts, supplies, materials, accessories and appliances of every kind and nature which in any way or manner appertain thereto or which can be used in connection therewith; and generally to conduct a sales and service business with reference to all of the foregoing in all its branches.

2. To produce, refine, purchase, import or otherwise acquire and to store, maintain, hold, own, hire, transport, and use, and to mortgage, pledge, sell, distribute, exchange, export or otherwise dispose of, and to invest in, and generally to deal and trade in, or otherwise turn to account, lubricating oils and greases, gasoline, kerosene, and all other oil or petroleum products of all kinds and description, as well as any and all petroleum substitutes, now or hereafter known, and all devices, machinery, tools, and hardware of every kind and nature which in any wise appertain thereto, or which can be used in connection therewith, and generally to conduct a sales and service business with reference to the foregoing in all of its branches, as manufacturer, refiner, producer, distributor, dealer, broker, importer, exporter, agent or otherwise.

3. To carry on the business of manufacturing, producing, exporting, importing, buying, using, selling, supplying, or otherwise dealing in or with any goods, wares or merchandise of whatever materials or substances the same may consist or be made (particularly with reference to, but not limited to, motor vehicles, automobiles, motor carriages, trucks, buses, tractors, multi-purpose vehicles, boats, vessels, motors and engines, and parts and equipment used in connection therewith or pertaining thereto) and/or the business of supplying any form of service; and to do any and all things and/or to own any and all property, rights or privileges necessary or convenient in connection with the foregoing.

4. To build, construct, erect, establish, purchase, lease, hire or otherwise acquire or provide, own, hold, occupy, control, manage, utilize, maintain, operate, equip, alter, improve, furnish, or otherwise turn to account, and sell, lease, mortgage, assign, convey or otherwise dispose of, any buildings, factories, workshops, garages' supply and service stations, repair shops, distribution centers, agencies, storehouses, warehouses, laboratories, branches, offices, plants, facilities or other structures or places of whatever kind deemed suitable or desirable for any business of Company.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Mercedes-Benz USA, LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

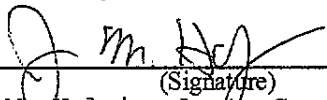
FL 33324

City/State/Zip

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

C T Corporation System

  
(Signature)

James M. Halpin, Asst. Secy.

**\$ 100.00 Filing Fee for Application**  
**\$ 25.00 Designation of Registered Agent**  
**\$ 30.00 Certified Copy (optional)**  
**\$ 5.00 Certificate of Status (optional)**

*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 "MERCEDES-BENZ USA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF MAY, A.D. 2000.

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

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

FILED  
00 MAY 25 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



  
Edward J. Freel, Secretary of State

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AUTHENTICATION:

0453078

DATE:

05-23-00