



*If anyone deserves it, you do.*

1 Berkline Drive  
Morristown, TN 37813  
July 31, 2002

Florida Department of State  
Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: Application for Authorization to Transact Business for Berkline LLC; FEIN 75-3000898

Berkline, LLC is applying for authorization to transact business in Florida. The appropriate application form, the Certificate of Designation of Registered Agent/Registered Office, and a check covering all fees are included.

APPROVE  
AND  
FILED  
02 SEP -3 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

If you need further assistance, please contact me at 423-585-4418.

Regards,

*Cara Gauldin*

Cara Gauldin  
Manager, Financial Reporting  
Berkline, LLC

Enclosures

600007474226--7  
-09/03/02--01052--006  
\*\*\*125.00 \*\*\*125.00

*JB  
9-4-02*

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. Berkline, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-3000898  
(FEI number, if applicable)
4. 3/26/2002  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 4/01/02  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1 Berkline Dr.  
Morristown, TN 37813  
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:  
C. William Wittenberg, Larry R. Musick, Dalthard M. Eckard  
1 Berkline Dr. P.O. Box 6003  
Morristown TN 37813
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: Berkline, LLC

Administrative, wholesale trade

Dalthard M. Eckard 8/1/02  
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.)

Dalthard M. Eckard

Typed or printed name of signer

02 SEP - 3 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**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:

Berkline LLC

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

NRAI Services, INC

(Name)

526 E. Park Ave

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

Tallahassee, FL 32301

(City/State/Zip)

*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.*

Regina Clerklin, Assistant Secretary

(Signature)

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

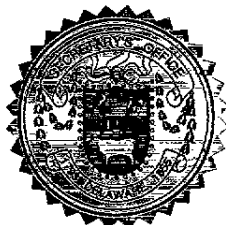
APPROVED  
AND  
FILED  
02 SEP 2010 05  
TALLAHASSEE  
FLORIDA  
SECRETARY OF STATE

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BERKLINE, 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-FIFTH DAY OF JULY, A.D. 2002.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3487375 8300

AUTHENTICATION: 1902462

020469116

DATE: 07-25-02