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ACCOUNT NO. : 072100000032

REFERENCE: 019538 4300479

AUTHORIZATION : atticia

COST LIMIT : \$ 125.00

ORDER DATE: April 10, 2003

ORDER TIME: 8:56 AM

ORDER NO. : 019538-125

CUSTOMER NO: 4300479

CUSTOMER: Susan Conaghan, Legal Asst

Curtis, Mallet-prevost, Colt

34th Floor 101 Park Avenue

TOT FALK AVEILUE

New York, NY 10178-0061

#### FOREIGN FILINGS

NAME: FMI INTERNATIONAL LLC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER: \_\_\_\_\_

APR 14 PH 1:

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

FMI International LLC (Nume	of foreign limited liability company)
. Delaware	3 10/0/6578
(Jurisdiction under the law of which foreign limited company is organized)	3. 134246577 Hiability (FEI number, if applicable)
June 25, 1999 (Date of Organization)	5. perpetual (Duration Year limited liability company will cease to
(Don of Organization)	(Duration. Year limited liability company will cease to exist or "perpetual")
upon qualification	orida. (See sections 608.501, 608.502, and 817.155, F.S.)
fram men danisting addition in 1.1	norma. (See Sections 608.501, 608.502, and 817.155, F.S.)
500 Federal Blvd., Carteret, NJ 070	008
(Sire	eer address of principal office)
If limited liability company is a manager-	managed company, check here 🗌
The name and usual business addresses of	f the managing members or managers are as follows:
FMI, INC.	
800 Federal Boulevard	3
Carteret, NJ 07008	With the
	one than 90 days old, duly authenticated by the official having comody of redord
	ed. (A photocopy is not acceptable. If the certificate is in a foreign language, a
usoslation of the certificate under cath of the translat	Mormus de submillen)
1. Nature of business or purposes to be con	ducted or promoted in Florida: to engage in any activity
within the purposes for which a limit	ed liability company may be organized in Florida.
	4 2
Signature of a member	r or an authorized representative of a member.
(In accordance with section of	88 408(3). F.S., the execution of this document constitutes alues of perjury that the facts stated herein are true.)
FMI, Inc., ics sole	mgnber, Joseph DeSaye, VP
Typed	or printed name of signee

## 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:
FMI International LLC
2. The name and the Florida street address of the registered agent and office are:
Corporation Service Company (Name)
Florida street address (P.O. Box NOT ACCEPTABLE)
Tallahassee FL 32301 S S (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 provision 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.
(Signature) Dehorah D. Skipper Asst. V. Pres.
\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)\$ 5.00 Certificate of Status (optional)

## Delaware

PAGE 1

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FMI INTERNATIONAL 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 TENTH DAY OF APRIL, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FMI INTERNATIONAL LLC" WAS FORMED ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 1999.

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



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2359407

DATE: 04-10-03

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