# M03000001467

QUALITY CARRIERS  3802 Corporex Park Drive Tampa, FL 33619
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SCORETARY OF STATE

DIVISION OF CORPORATION

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

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

1.	QUALITY DISTRIBUTION, LLC	
	(Name of foreign limited liability company)	
2.	DELAWARE 3, 04-3668323	
,	(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)	
4.	04/14/2002 5. PERPETUAL	
•	(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")	
6.	01/02/2003	
••	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
7.	3802 CORPOREX PARK DRIVE	
	TAMPA, FL 33619	
	(Street address of principal office)	
8.	If limited liability company is a manager-managed company, check here	i 1
9.	The name and usual business addresses of the managing members or managers are as follows:	C
	SCHEDULE ATTACHED : S	CTD.
		vi
	· · · · · · · · · · · · · · · · · · ·	
	•	
10	<ol> <li>Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record 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.)</li> </ol>	ds in
1	Nature of business or purposes to be conducted or promoted in Florida: HOLDING COMPANY	
	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.)	
	THOMAS L. FINKBINER	

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.

	STRIBUTION, LLC	Company is.	<u> </u>	<u>.                                    </u>
2. The name ar	nd the Florida street ac	dress of the registered agent and off	ice are:	DIVISION
	ROBERT KASAK			
	(Name)			-J
3802 CORPOREX PARK DRIVE				PH -
Florida street address (P.O. Box NOT ACCEPTABLE)			···	: 30
	TAMPA,	FI. 33619		Ų,
		(City/State/Zip)	<del></del>	•

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.

Gabert Kasal
(Signature)

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

#### QUALITY DISTRIBUTION, LLC

#### **BOARD OF MANAGERS**

CHARLES J. O'BRIEN, JR.

THOMAS L. FINKBINER

RICHARD J. BRANDEWIE

**JOSHUA HARRIS** 

JOHN KISSICK

**ROBERT FALK** 

**MARC ROWAN** 

**MICHAEL WEINER** 

MARC BECKER

**DONALD ORRIS** 

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Tampa, FL 33619

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Tampa, FL 33619

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199 Avenue of the Stars, Suite 1900 Los Angeles, CA 90067

1301 Avenue of the Americas, 38th Floor

New York, NY 10019

1301 Avenue of the Americas, 38th Floor

New York, NY 10019

199 Avenue of the Stars, Suite 1900

Los Angeles, CA 90067

1301 Avenue of the Americas, 38th Floor

New York, NY 10019

5251 DTC Parkway, Suite 1000

Englewood, CA 80111

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# Delaware

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QUALITY DISTRIBUTION, 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-SEVENTH DAY OF MARCH, A.D. 2003.

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

DIVISION OF CORPORATIONS



Warriet Smith Windson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 2333913

DATE: 03-27-03

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