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May 10, 2006

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

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2006 MAY 10 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 6379364 WO  
Customer Reference 1: Sierra Concepts  
Customer Reference 2: SMW

Dear Department of State, Florida:

Please file the attached:

Superior Metalworking Systems, LLC (CA)  
Registration  
Florida

Superior Metalworking Systems, LLC (CA)  
Assumed Name - Filing - SMW Systems  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to the attention of the undersigned.

If for any reason the enclosed cannot be filed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Thank you,  
Dewi

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Superior Metalworking Systems, LLC  
(Name of Foreign Limited Liability Company)
2. California  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 30-0305338  
(FEI number, if applicable)
4. 01/01/2005  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 9912 South Pioneer Boulevard, Santa Fe Springs, CA 90670  
(Street Address of Principal Office)

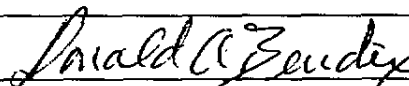
8. If limited liability company is a manager-managed company, check here ☐

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

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: \_\_\_\_\_

Machine Tool Accessory Distribution

  
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.)

Donald A. Bendix/Secretary of Ellison Technologies Inc-Member

Typed or printed name of signee

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2008 MAY 10 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

Superior Metalworking Systems, LLC

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

C T Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

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, Florida Statutes.*

C T Corporation System

By: \_\_\_\_\_

(Signature)

**NASEEM A. CONDE  
SPECIAL ASST. SECRETARY**

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

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**Members:**

Class A Voting Member: Ellison Technologies, Inc.  
a Delaware corporation  
9912 South Pioneer Boulevard  
Santa Fe Springs, CA 90670, as to 100%

Class B Non-Voting Member: Ellison Technologies, Inc.  
a Delaware corporation  
9912 South Pioneer Boulevard  
Santa Fe Springs, CA 90670, as to 90%

John M. Boland, as to 10%

**Officers:**

John M. Boland: President  
W.J. Ellison: Vice President  
Leonard C. Atkins: Vice President  
Donald A. Bendix: Secretary  
Charles A. Cusumano Vice President, Chief Financial Officer  
Stephen F. Brown: Vice President

**Addresses:**

<u>Name</u>	<u>Business Address</u>	<u>Residential Address</u>
John M. Boland	9828 So. Arlee Avenue Santa Fe Springs, CA 90670	5621 Costa Maritima San Clemente, CA 92673
W. J. Ellison	9912 So. Pioneer Blvd. Santa Fe Springs, CA 90670	49-990 Desert Arroyo Trail Indian Wells, CA 92210
Leonard C. Atkins	9912 So. Pioneer Blvd. Santa Fe Springs, CA 90670	1500 East Ocean Blvd., #401 Long Beach, CA 90802
Donald A. Bendix	9912 So. Pioneer Blvd. Santa Fe Springs, CA 90670	9936 Melvin Avenue Northridge, CA 91324
Charles A. Cusumano	9912 So. Pioneer Blvd. Santa Fe Springs, CA 90670	401 - 29 <sup>th</sup> Street Hermosa Beach, CA 90254
Stephen F. Brown	9828 So. Arlee Avenue Santa Fe Springs, CA 90670	969 Finnell Way Placentia, CA 92670

**State of California**  
**Secretary of State**

**CERTIFICATE OF GOOD STANDING**  
**CALIFORNIA LIMITED LIABILITY COMPANY**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **1st day of January, 2005**, **SUPERIOR METAL WORKING SYSTEMS, LLC**, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this day  
of May 9, 2006.



A handwritten signature in black ink, appearing to read "Bruce McPherson", is written over a horizontal line.

**BRUCE McPHERSON**  
**Secretary of State**