

m97000000419

CT CORPORATION SYSTEM

815 Superior Avenue, NE
Cleveland, OH 44114
Tel. 216 621 4270
Fax 216 621 4059

July 9, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Emro Supply, LLC
Order #: 924249

Ladies/Gentlemen:

We enclose for filing Application by Foreign LLC Certificate of Designation, Affidavit of Membership on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number:
800-221-0556.

Very truly yours,



Joyce Donahue
Sr. Customer Specialist

jd
Enclosure(s)

000002237380--7
-07/14/97--01118--001
****285.00 ****285.00

000002237380--7
-07/14/97--01118--002
*****52.50 *****52.50

Name Availability	
Document	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

Special Instructions: Self addressed return envelope enclosed for your convenience.

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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. EMRO SUPPLY, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present.)
2. DELAWARE
(Jurisdiction under the law of which foreign limited liability
company is organized)
3. 31-1537655
(FEI number, if applicable)
4. June 11, 1997
(Date of Organization)
5. June 11, 2027
(Duration: Year limited liability company will cease to exist
or "perpetual")
6. upon authorization
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 539 SOUTH MAIN STREET
FINDLAY, OHIO 45840
(Street address of principal office)

FILED
JUL 14 PM 2:00
STATE
OFFICE OF
RECORDS &
ADMINISTRATION
TALLAHASSEE, FLORIDA

8. List and indicate in title space provided the name, title, and business address of each managing
member [MGRM] or manager [MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>See 1 in Addendum</u>	<u> </u>	<u> </u>	<u> </u>
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Filing Fee: \$ 52.50 for Application

Addendum

1. Name: C. C. COOK
Address: 539 SOUTH MAIN STREET, FINDLAY, OHIO 45840
Title: MGR

Address: G. R. HEMINGER
Address: 539 SOUTH MAIN STREET, FINDLAY, OHIO 45840
Title: MGR

Name: K. M. HENNING
Address: 539 SOUTH MAIN STREET, FINDLAY, OHIO 45840
Title: MGR

Name: G. L. PEIFFER
Address: 539 SOUTH MAIN STREET, FINDLAY, OHIO 45840
Title: MGR

Name: R. N. YAMMINE
Address: 500 SPEEDWAY DRIVE, SPRINGFIELD, OHIO 45501-1500
Title: MGR

SEC
FILE
TALLAHASSEE, FLA

97 JUL 14 PM 2:00

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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: EMRO SUPPLY, LLC

2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM
(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,
(P.O. Box not acceptable)

Plantation, Florida 33324
(City/State/Zip)

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97 JUL 14 PM 2:00
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.

C T CORPORATION SYSTEM


(Signature)
Gil S. Apolis, Asst. Secretary

7-7-97
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of EMRO SUPPLY, LLC

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 20,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 20,000.00. This total includes amounts from 2 and 3 above.

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97 JUL 14 PM 2:00
STATE
TALLAHASSEE
FLORIDA



K. M. Henning - Marathon Oil Company Representative

Signature of a member or authorized representative of a member.
(In accordance with section 609.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Filing Fee: \$52.50 for Affidavit

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMRO SUPPLY, 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-SIXTH DAY OF JUNE, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
97 JUL 14 PM 2:00
TALLAHASSEE, FLORIDA



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2760948 8300

971211484

AUTHENTICATION:

DATE:

8530857

06-26-97