

Document Number Only

M 9900000 1894

C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

900003059049--2  
-12/02/99-01065--001  
\*\*\*1275.00 \*\*\*1275.00

ACR Management L.L.C.

900003059049--2  
-12/02/99-01065--002  
\*\*\*\*\*38.75 \*\*\*\*\*38.75

W99-27398

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Annual Report
- Reservation
- Photo Copies
- Call if Problem
- Will Wait
- Merger
- Mark
- Other
- Change of P.A.
- Fictitious Name
- After 4:30
- Pick Up

W 12/2

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STATE OF FLORIDA  
TALLAHASSEE

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Name Availability
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THANKS  
CHRIS AVERNA

99 DEC - 1 PM 12:17  
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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 1, 1999

CT CORPORATION SYSTEM  
ATTN: CHRIS AVERNA

SUBJECT: ACR MANAGEMENT, L.L.C.  
Ref. Number: W99000027398

We have received your document for ACR MANAGEMENT, L.L.C. and your check(s) totaling \$1227.50. However, the document has not been filed and is being retained in this office for the following:

The amount due for penalty and annual report fees is \$1,188.75. This amount deducted from your check leaves \$86.25. The filing fee itself is \$125.00. Please submit an additional \$38.75.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 899A00056801

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TALLAHASSEE, FLORIDA

99 DEC -2 AM 11:45  
RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Walk in  
Pickup

AA

**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. ACR Management, L.L.C.  
(Name of foreign limited liability company)

2. Delaware 3. 25-1833304  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 7/22/98 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 7/22/98  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 1165 Camp Hollow Rd.  
West Mifflin, PA 15122  
(Street address of principal office)

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

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

See Addendum

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TALLAHASSEE FLORIDA

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: To serve as a management

company in the equipment rental industry and to undertake any other lawful act or activity permitted by the laws of this jurisdiction.

Arthur J. Innamorato  
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.)

Arthur J. Innamorato, General Counsel  
Typed or printed name of signee

## Addendum

- I. Name: James E. Haas  
Title: MGRM  
c. 158 Highland Drive  
Jamestown, RI 02835
- Name: Andrew B. Balson  
Title: MGRM  
c. Bain Capital, Inc.  
Two Copley Place  
Boston, MA 02116
- Name: Paul Edgerley  
Title: MGRM  
c. Bain Capital, Inc.  
Two Copley Place  
Boston, MA 02116
- Address: David W. Mahokey  
Title: MGRM  
c. 400 Seco Rd.  
Monroeville, PA 15146
- Name: William B. Kania  
Title: MGRM  
c. W.B. Kania & Associates  
71 N. Mount Vernon Ave  
Uniontown, PA 15401
- Name: Ray G. Anthony  
Title: MGRM  
c. 2 Allegheny County Airport  
West Mifflin, PA 15122
- Name: Robert C. Gay  
Title: MGRM  
c. Bain Capital, Inc.  
Two Copley Place  
Boston, MA 02116

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**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:

ACR Management, L.L.C.

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

C T Corporation System

(Name)

c/o C T Corporation System, 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, F.S.*

C T Corporation System

Kevin A. Sebeima Asst. Secy  
(Signature)  
Kevin A. Sebeima  
Asst. Secy  
CT Corp.

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 DEC -22 PM 1:08

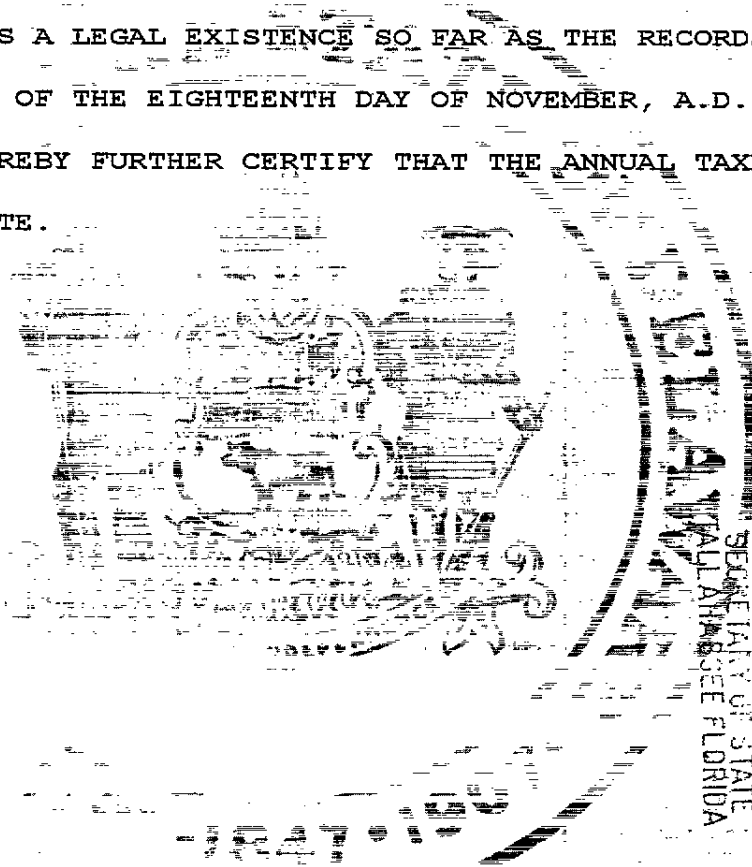
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State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACR MANAGEMENT, L.L.C." 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 EIGHTEENTH DAY OF NOVEMBER, A.D. 1999.

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



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SECRETARY OF STATE  
DELAWARE



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0091560

DATE:

11-18-99