

P21605

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DIVISION OF CORPORATIONS
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Affidavit / Motion
SD 7/1/13

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: **DUTCHMEN MANUFACTURING., INC.**
Name of Corporation

DOCUMENT NUMBER: **P21605**

The enclosed *Affidavit by Foreign Corporation to Change/Add Officer(s) and/or Director(s)* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

BETH ORMSBY

Name of Contact Person

DUTCHMEN MANUFACTURING., INC.

Firm/Company

PO BOX 2164

Address

GOSHEN, IN 46527

City/State and Zip Code

bormsby@dutchmen.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Beth Ormsby

Name of Contact Person

at (**574**) **537-0600**

Area Code & Daytime Telephone Number

Enclosed is a check made payable to the Florida Department of State for the following amount:

☐ \$35.00 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FILED
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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

**AFFIDAVIT BY FOREIGN CORPORATION TO CHANGE/ADD OFFICER(S)
AND/OR DIRECTOR(S)**

(Note: Applicable only during the first calendar year of qualification)

1. The name of the foreign corporation as it appears on the records of the Florida Department of State is:
DUTCHMEN MANUFACTURING, INC.
2. This entity was authorized to transact business in Florida on _____ and its Florida document
number is P21605
3. This corporation was formed under the laws of DELEWARE
4. The name and address of each officer and/or director is as follows:

Title:

Name and Address

SEE ATTACHED

(Attach additional pages if necessary)

Signature of an officer or director

Title of person signing

Typed or printed name of person signing

FILING FEE \$35

Make checks payable to Florida Department of State and Mail to:
Division of Corporations • PO Box 6327 • Tallahassee, FL 32314

OFFICERS OF DUTCHMEN MANUFACTURING, INC.

Matthew T. Zimmerman	President	18075 CR 112 Bristol, In 46507 574-596-2361	0% ownership	
Aram Koltookian	Executive Vice President	22201 Heron Cove Elkhart, IN 46516 574-522-8018	0% ownership	
David G. Thomas	General Counsel & Secretary	19250 Roosevelt Road South Bend, IN 46614 574-231-9263	0% ownership	
Dominic A. Romeo	Treasurer	23738 Greenleaf Blvd. Elkhart IN 46514 574-370-4067	0% ownership	

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS
OF
DUTCHMEN MANUFACTURING, INC.**

THE UNDERSIGNED, being all of the members of the Board of Directors (the "Board") of Dutchmen Manufacturing, Inc., a Delaware Corporation (the "Corporation"), hereby unanimously consent to the adoption of the following resolution with the same force and effect as if said resolution had been duly adopted at a meeting of the Board of Directors of the Company:

WHEREAS, Christian G. Farman has resigned as Vice President and Treasurer of the Corporation as of October 12, 2012.

RESOLVED, the following persons be, and they hereby are, elected to the offices set forth opposite their respective names, to hold offices until their respective successors have been duly elected and qualified or until the direct resignation or removal ("the Officers"):

Matt Zimmerman	President
Aram Koltookian	Executive Vice President
Dominic A. Romeo	Treasurer
David G. Thomas	General Counsel & Secretary

IN WITNESS WHEREOF, the undersigned, being all of the Directors, having set their hands to be effective March 22, 2013.

DIRECTORS:


Peter B. Orthwein


Robert W. Martin


Dominic A. Romeo


W. Todd Woelfer

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS
OF
DUTCHMEN MANUFACTURING, INC.

THE UNDERSIGNED, being all of the members of the Board of Directors (the "Board") of Dutchmen Manufacturing, Inc., a Delaware Corporation (the "Corporation"), do hereby waive notice for a meeting of the Board and do hereby consent to the adoption of the following resolutions which resolutions shall be deemed to be adopted, pursuant to Article II, Section 7 of the Corporation's bylaws (the "Bylaws"), as of the date on which all of the members of the Board shall have signed this consent or identical counterparts hereof, to the same extent and to have the same force and effect as if such resolutions were adopted by a vote of the Board at a duly convened meeting held for such purpose.

Appointment of Directors

WHEREAS, Walter L. Bennett has resigned as a Director of the Corporation as of February 4, 2013;

WHEREAS, in accordance with Article II, Section 2 of the Bylaws, the number of directors shall be at least one member;

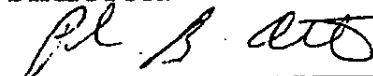
WHEREAS, the Board hereby deems it advisable and in the Corporation's best interest to exercise its authority to elect new members to the Board;

NOW, THEREFORE, BE IT RESOLVED, that the following individuals are elected to join the Board, until their respective successors are elected and qualified, or until their earlier death, resignation, retirement, disqualification or removal, effective immediately:

Robert W. Martin
Dominic A. Romeo
W. Todd Woelfer

IN WITNESS WHEREOF, the undersigned, being all of the Directors, having set their hands to be effective March 15, 2013.

DIRECTOR:



Peter B. Orthwein