

94277

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

### THE PAXALL GROUP, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE PAXALL GROUP, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to THE PAXALL GROUP, INC. to transact business in this State under the name THE PAXALL GROUP, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: January 6, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Sheryl Bednes*

Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is The Paxall Group, Inc.
2. The name which it shall use in Idaho is \_\_\_\_\_  
  
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is August 1, 1990 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o Incorporating Services, Ltd.; 15 No. East St. Dover, Delaware
6. The address to which correspondence should be addressed, if different from that in item 5. 7515 No. Linder Avenue, Skokie, Illinois 60077
7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
all lawful purposes for which a corporation may be incorporated
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Hevn Kjerulf</u>	<u>President</u>	<u>7515 No. Linder Avenue</u> <u>Skokie, Illinois 60077</u>
<u>Thomas C. Ratchford</u>	<u>Vice President</u>	<u>7515 No. Linder Avenue</u> <u>Skokie, Illinois 60077</u>
<u>David A. Chenowith</u>	<u>Vice President</u>	<u>7515 No. Linder Avenue</u> <u>Skokie, Illinois 60077</u>
<u>Hugh H. Forster</u>	<u>Vice President</u>	<u>7515 No. Linder Avenue</u> <u>Skokie, Illinois 60077</u>
<u>Thornton R. Davis</u>	<u>Vice President</u>	<u>7515 No. Linder Avenue</u> <u>Skokie, Illinois 60077</u>
<u>Frank Varlien</u>	<u>Secretary</u>	<u>6301 Midlothian Avenue</u> <u>Richmond, Virginia 23225</u>

(continued on reverse)

Name	Office	Address
Carlo Festi	Treasurer	Via di Corticella 87/89 P.O. Box 311 40128 Bologna Italy
Heyn Kjerulf	Director	7515 No. Linder Avenue Skokie, Illinois 60077
Mario Maestroni	Director	Via di Corticella 87/89 P.O. Box 311 40128 Bologna Italy
Gian Carlo Vaccari	Director	Via di Corticella 87/89 P.O. Box 311 40128 Bologna Italy

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: January 31, 1991

*President* ↓

The Paxall Group, Inc.  
(Corporation Name)

By Thomas C. Ratchford  
(Its President / Vice President (please specify))

and Thomas C. Ratchford  
(Its Secretary / Assistant Secretary (please specify))

*Thomas C. Ratchford*  
Vice-President ↗

STATE OF Illinois )  
COUNTY OF Cook ) ss:

I, Linda M. Werner, a notary public, do hereby certify that on

this 31st day of January, 19 91, personally appeared before

me Thomas C. Ratchford, who being by me first duly sworn, declared that (s)he

is the Vice President of The Paxall Group, Inc.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

" OFFICIAL SEAL "  
LINDA WERNER  
NOTARY PUBLIC, STATE OF ILLINOIS  
MY COMMISSION EXPIRES 3/16/94

" OFFICIAL SEAL "  
LINDA WERNER  
NOTARY PUBLIC, STATE OF ILLINOIS  
MY COMMISSION EXPIRES 3/16/94

*Linda Werner 12/6/91*

Notary Public

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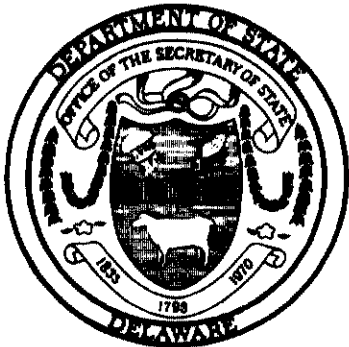
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## Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE PAXALL GROUP, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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Michael Harkins, Secretary of State

AUTHENTICATION:\*3211244

DATE: 10/23/1991