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File Number

5532-170.1

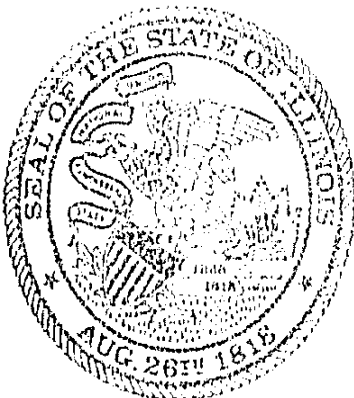
3 9 1 4 0 1 4 2 89140142



**Whereas,** APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF  
L & CP CORPORATION  
INCORPORATED UNDER THE LAWS OF THE STATE OF MASSACHUSETTS HAS BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** *I thereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this* \_\_\_\_\_ <sup>7TH</sup> *day of* MARCH *AD. 19* 89 *and of the Independence of the United States the two hundred and* \_\_\_\_\_ <sup>13TH</sup> *.*



*Jim Edgar*  
SECRETARY OF STATE

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3532-170-1

BCA-13.40 (Rev. Jul. 1984)

File #

**JIM EDGAR**  
Secretary of State  
State of Illinois

Submit in Duplicate

Remit payment in Check or Money  
Order, payable to "Secretary of  
State".

**DO NOT SEND CASH!**

## APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY TO TRANSACTION BUSINESS IN ILLINOIS

This Space For Use By Secretary of State	
Date	3-7-89
License Fee	\$
Franchise Tax	\$
Filing Fee	\$ 25.00
Penalties	\$
Clerk	J. D.

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is L&CP Industries Corporation

and, if a change of name is being reported, the new corporate name is L & CP Corporation

2. State or Country of Incorporation Massachusetts Date of Incorporation 8/24/88; Period of Duration perpetual

3. The address of its principal office, wherever located, is

156 Oak St., Newton, MA 02164

and the address of its principal office in Illinois is NONE

4. The name and address of its registered agent and its registered office are:

Registered Agent	<u>C T CORPORATION SYSTEM</u>		
	<i>First Name</i>	<i>Middle Name</i>	<i>Last Name</i>
Registered Office	<u>c/o C T CORPORATION SYSTEM, 208 S. La Salle Street</u>		
	<i>Number</i>	<i>Street</i>	<i>Suite # (A.P.O. box alone is not acceptable)</i>
	<u>Chicago</u>	<u>60604</u>	<u>Cook</u>
	<i>City</i>	<i>Zip Code</i>	<i>County</i>

5. The states and countries in which it is admitted or qualified to transact business are: CA, GA, MI, NJ, OH, SC, TE, VA

6. The names and residential addresses of its officers and directors are:

	No. & Street	City	State	Zip
President	see attached rider			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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Form BCA-13.40

File No.

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

Filing Fee \$25

NOTE: If a certified copy of an amendment is attached hereto, such has an additional \$25 fee.

FILED

MAR 27 1989

JIM EDGAR Secretary of State

RETURN TO:

Corporation Department Secretary of State Springfield, Illinois 62756 Telephone 217-782-6961

C-196

Proprietary

Dated January 6, 1989 by Curtis E. Kittelson (Signature of Secretary or Assistant Secretary) and Curtis E. Kittelson (Type or Print Name and Title)

The undersigned corporation has caused this application to be signed in its name by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

10. This application is accompanied by a copy of the articles of amendment to the articles of incorporation, if any, as evidence of any change of name, duration or purpose reported herein; such copy being duly authenticated by the proper officer of the State or Country wherein the corporation is incorporated, which certification is not more than ninety (90) days old.

9. The amount of paid-in capital is \$ 5,000,000.00. "Paid-in Capital" replaces the terms listed Capital & Paid-in Surplus and is equal to the total of these accounts.

Table with 4 columns: Class, Par Value, Number of Shares Authorized, Number of Shares Issued. Row 1: Common, 15,000, 100.

8. The number of shares which it is authorized to issue and which it has issued are:

7. The purpose or purposes for which it is organized and which it proposes to pursue in the transaction of business in this State are:

To engage in any lawful act or activity for which corporations may be organized under Massachusetts General Laws and as permitted under the Illinois Business Corporation Act.

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## L&CP CORPORATION

### List of Officers and Directors

President:	Kermit Greene	195 Country Club Road Newton, MA
Treasurer, Vice Pres., and Asst. Clerk /Asst. Secretary Clerk/Secy.	Curtis E. Kittelton  George Cassidy	27 Commonwealth Avenue Shrewsbury, MA  60 Evergreen Road New Canaan, CT
Directors:	Gert Schumann	3170 Timberlake Point Ponte Vedra Beach, FL
	Kermit Greene	As Above
	Otto Forgacs	1375 W. George Street Vancouver, BC
	Walter Huber	A-9413 Frantschach-St.Gertraud Kaernten, Austria
	Edgar Kienzl	7 Postfach 6 A-8470 Zeltweg, Steisermark, Austria
	Michael Kaufmann	A-1091 Frantschach-Bergasse 7 Vienna, Austria
	John Reid	28 Buttery Road New Canaan, CT

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JIM EDGAR  
Secretary of State

MAR 7 1989

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(2 copies)

The Commonwealth of Massachusetts

Office of the Secretary of State  
Michael J. Connolly, Secretary

PROPERTY OF  
SECRETARY OF STATE  
M 2-51

FEDERAL I.D. NUMBER  
04-3020853

89140142

CERTIFICATE OF CORRECTION

(GENERAL LAWS, CHAPTER 156B, SECTION 6A)

CORPORATE NAME : L&CP Industries Corporation

DOCUMENT TO BE CORRECTED : Articles of Amendment

IT IS HEREBY CERTIFIED THAT THE ABOVE MENTIONED DOCUMENT WAS FILED WITH THE OFFICE OF THE SECRETARY OF STATE ON 12 / 28 / 88.

PLEASE STATE THE INACCURACY OR DEFECT TO BE CORRECTED IN SAID DOCUMENT, AND THE CORRECTED VERSION OF THE DOCUMENT :

L&CP in the new name should have been L & CP with spaces surrounding the ampersand. The corrected name should read : L & CP Corporation

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, WE SIGN OUR NAMES THIS 7 DAY OF February IN THE YEAR 1989.

*[Handwritten signatures]*

~~SECRETARY~~/VICE PRESIDENT

~~SECRETARY~~/ASST. CLERK.

NOTE : IF THE INACCURACY OR DEFECT TO BE CORRECTED IS NOT APPARENT ON THE FACE OF THE DOCUMENT, MINUTES OF THE MEETING SUBSTANTIATING THE ERROR MUST BE FILED WITH THE CERTIFICATE. IF REQUIRED, ADDITIONAL INFORMATION MAY BE STATED ON A SEPARATE TRUE COPY ATTEST IN CE PLAIN WHITE PAPER.

*Michael J. Connolly*  
MICHAEL J. CONNOLLY  
SECRETARY OF STATE  
DATE 2/19/89 CLERK *[Signature]*

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RECORDING DESK  
BOX 170

RECORDING DESK  
Rm 170

FILED

MAR -7 1989

JIM EDGAR  
Secretary of State

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