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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 396972 4328094
AUTHORIZATION : *Patricia Pajot*
COST LIMIT : \$ 70.00

FILED
05 MAY 27 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 27, 2005
ORDER TIME : 10:03 AM
ORDER NO. : 396972-005
CUSTOMER NO: 4328094
CUSTOMER: Ms. Christina Washington
The Marmon Group, Inc.
225 West Washington St.
Chicago, IL 60606

FOREIGN FILINGS

NAME: THE KERITE COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. The Kerite Company

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 36-4333144

(FEI number, if applicable)

4. 12/7/1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 49 Day Street, Seymour, CT 06483

(Principal office address)

49 Day Street, Seymour, CT 06483

(Current mailing address)

8. EPR insulated wire and cable. Order with the city of Ft. Pierce.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

BY: Carla Lohi
(Registered agent's signature)

Carla Lohi
Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Director: John De Gray

Address: 49 Day Street, Seymour, CT 06483

Director: John P. Moriarty

Address: 49 Day Street, Seymour, CT 06483

Director: Michael P. Hartley

Address: 2708-1 Highway 31 South, Suite C, Decatur, AL 35603

B. OFFICERS

President: John DeGray

Address: 49 Day Street, Seymour, CT 06483

Vice President: John P. Moriarty

Address: 49 Day Street, Seymour, CT 06483

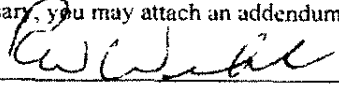
Secretary: Robert W. Webb

Address: 225 W. Washington St., Suite 1900, Chicago, IL 60606

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.



(Signature of Director or Officer listed in number 12 of the application)

Robert W. Webb, Secretary

(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE KERITE COMPANY" 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 TWENTY-SEVENTH DAY OF MAY, A.D. 2005.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE KERITE COMPANY" WAS INCORPORATED ON THE SEVENTH DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



3137965 8300

050443021

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3910195

DATE: 05-27-05