

**THE IMPERIAL DANA CORPORATION**  
The Executive Centre • New Market Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • (302) 575-1300

**96000002040**

April 10, 1996

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-04/18/96 10:00:00  
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
APR 18 PM 12:23

RE: Imperial Dana Corporation  
9601232584211

Dear Sir or Madam:

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for Imperial Dana Corporation

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

*afm*  
Christine Jeandell  
Corporate Service Representative

enc.

96 APR 24  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
APR 18 PM 12:24

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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

1. Imperial Dana Corporation  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 91-1709838  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 23, 1996 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 3625 Illinois Lane  
Bellingham FL 98226  
(Current mailing address)

8. consulting services  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

Name: Larry Wolfe

Office Address: 200-A John Knox Road  
Tallahassee, Florida, 32303-6643  
(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.*

see attached  
(Registered agent's signature)

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.

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

A. DIRECTORS

Chairman: Mark Dana Ballmer

Address: 3625 Illinois Lane  
Bellingham, WA, 98226

Vice Chairman: Rebekah June Ballmer

Address: 3625 Illinois Lane  
Bellingham WA 98226

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Mark Dana Ballmer

Address: (Same As Above)

Vice President: Rebekah June Ballmer

Address: (Same As Above)

Secretary: Rebekah June Ballmer

Address: (Same As Above)

Treasurer: Mark Dana Ballmer

Address: (Same As Above)

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

13. Mark D. Ballmer  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

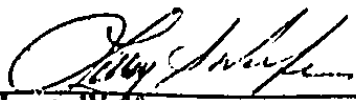
14. Mark D. Ballmer Chairman & President  
(Typed or printed name and capacity of person signing application)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Imperial Dana Corporation desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Bellingham, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

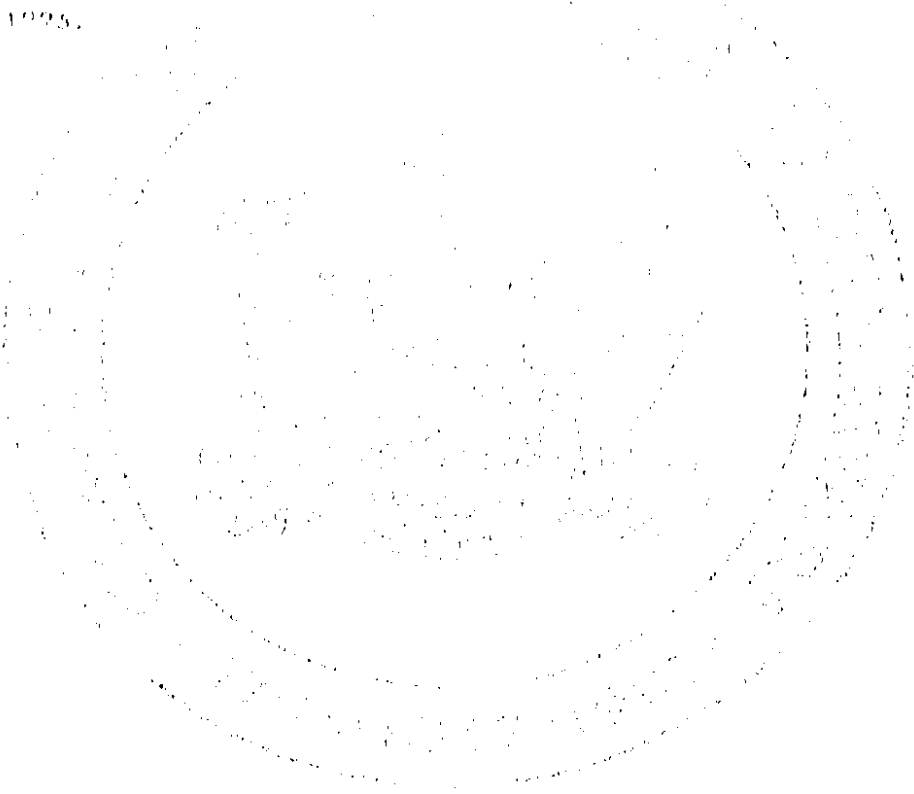
  
\_\_\_\_\_  
Larry Wolfe

April 4, 1996  
\_\_\_\_\_  
Date

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State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMERALD 9600 CORPORATION" 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 TENTH DAY OF APRIL, A.D. 1995.



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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State



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AUTHENTICATION:

04-10-96

DATE: