

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)



State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION

Corp. I.D. # 80261

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

PEERLESS WEIGHING AND VENDING MACHINE CORPORATION

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is PEERLESS WEIGHING AND VENDING MACHINE CORPORATION

SECOND: The name which it elects to use in Rhode Island is

PEERLESS WEIGHING AND VENDING MACHINE CORPORATION

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island:)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is 10/16/35 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 207 S. Wabash, Suite 501, Chicago, IL 60604

SIXTH: The address of its proposed registered office in Rhode Island is Suite 900, 170 Westminster Street, Providence 02903 and the name of its proposed registered agent in Rhode Island at that address is The Prentice-Hall Corporation System, Inc.
The Prentice-Hall Corporation System, Inc.

By: _____
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

To own, operate and lease real estate and any other lawful act or activity for which a corporation may be permitted to transact pursuant to the State of Rhode Island, General Laws, 1956, as amended.

RECEIVED JUN 28 1994

SECRETARY OF STATE
CORPORATIONS DIVISION

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JUN 28 1994

By [Signature]

125039

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Donald C. Rockola	Director	207 S. Wabash, Suite 501, Chicago, IL 60604
Margaret E. Rockola	Director	207 S. Wabash, Suite 501, Chicago, IL 60604
Keith K. Nicolls	Director	207 S. Wabash, Suite 501, Chicago, IL 60604
Donald C. Rockola	Chairman / President	207 S. Wabash, Suite 501, Chicago, IL 60604
Thomas M. Herriford	Vice President / Ass't. Secretary	207 S. Wabash, Suite 501, Chicago, IL 60604
Donald C. Rockola	Secretary	207 S. Wabash, Suite 501, Chicago, IL 60604
Donald C. Rockola	Treasurer	207 S. Wabash, Suite 501, Chicago, IL 60604

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
125,000	Common	---	\$1.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
40,000	Preferred	---	without par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 25,000,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 5,450,000.00

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 2,000,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 500,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated June 22, 19 94

PEERLESS WEIGHING AND VENDING MACHINE CORPORATION

[Exact Corporate Name of Corporation Making Application]

By

Thomas M. Herriford
Its Vice President

and

Thomas M. Herriford
Its Assistant Secretary

STATE OF ILLINOIS

COUNTY OF COOK

} Sc.

At CHICAGO in said County on the 22nd day
of JUNE 1994, before me personally appeared
THOMAS M. HERRIFORD, who being by me first duly sworn, declared that
he is the VICE PRESIDENT of PEERLESS WEIGHING & VENDING
that he signed the foregoing document as such of the
corporation, and that the statements therein contained are true.

Karen E. Virkkala
Notary Public

(NOTARIAL SEAL)

OFFICIAL SEAL
KAREN E VIRKKALA
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES: 01/08/97

State of Delaware

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Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "PEERLESS WEIGHING AND VENDING MACHINE CORPORATION", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF OCTOBER, A.D. 1935, AT 9 O'CLOCK A.M.

RECEIVED
SECRETARY OF STATE
JUN 20 10 33 AM '34



William T. Quillen
William T. Quillen, Secretary of State

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AUTHENTICATION: 7158846

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DATE: 06-22-94