



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/28/2012	201208800151	FOREIGN LICENSE/FOR-PROFIT (FLF)	125.00	200.00		.00	.00

Receipt

This is not a bill. Please do not remit payment.

DINSMORE & SHOHL LLP
PAIGE S. CONNELLY
255 E. FIFTH STREET, SUITE 1900
CINCINNATI, OH 45202

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted**2093967**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

SGB SMIT OTC INC.

and, that said business records show the filing and recording of:

Document(s)

FOREIGN LICENSE/FOR-PROFITAuthorization to transact business in Ohio is hereby given, until surrender, expiration or
cancellation of this license.

Document No(s):

201208800151

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 27th day of March, A.D.
2012.

Ohio Secretary of State



**Form 530A Prescribed by the:
Ohio Secretary of State**

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)

www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Foreign For-Profit Corporation Application for License
Filing Fee: \$125
(151-FLF)

The application is made to procure a ☒ Permanent License ☐ Temporary License (valid for six months)

Attach Certificate of Good Standing from the jurisdiction of formation (see instructions)

Name of Corporation **SGB SMIT OTC Inc.**

(Name must match the name on the Certificate of Good Standing)

Assumed name under which the corporation will do business, if its corporate name is not available in Ohio
(Must attach "Resolution of Foreign Corporation to Qualify Under An Assumed Name" Form 591)

Under the Laws of the Jurisdiction of

Delaware

Jurisdiction of Formation

Date of Incorporation in Jurisdiction of Formation

March 19, 2012

Date of Incorporation

(Date must match the date provided on
the Certificate of Good Standing)

The location of the principal office (non-Ohio) is:

Mailing Address

City

State

ZIP Code

If there is a principal office within Ohio, the location is

1776 Constitution Avenue

Mailing Address

Louisville

City

Ohio

State

44641

ZIP Code

A brief summary of the corporate purpose(s) to be exercised within Ohio

The corporation intends to conduct operations and provide services in Ohio.

Appointment of Agent

The corporation hereby appoints the following as its statutory agent upon whom process against the corporation may be served in Ohio.

CT Corporation System

Name

1300 East 9th Street

Mailing Address

Cleveland

City

Ohio

State

44114

ZIP Code

- ☐ If the agent is an individual and using a P.O. Box, check this box to confirm the agent is an Ohio resident.

The entity above irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- A. an agent is not appointed, or
- B. an agent is appointed but the authority of that agent has been revoked, or
- C. the agent cannot be found or served after the exercise of reasonable diligence.

Pursuant to Ohio Revised Code 1703.29 (A), a foreign corporation is required to pay an additional \$250 fee if the application is being made to enable the corporation to prosecute or defend a legal action. Please see Ohio Revised Code or the instructions for more information.

- ☒ No, the corporation is not filing for this purpose and an additional fee is not included.
- ☐ Yes, the application is being filed for this purpose and the additional \$250 fee is included with the filing fee.

If yes then:

Pursuant to Ohio Revised Code 1703.29(B), a foreign corporation that began transacting business in Ohio **prior to 2009** without a license may be required to provide a certificate from the tax commissioner which states that the corporation has paid all franchise taxes which it should have paid had it qualified to do business in this state.

Did the corporation begin transacting business in Ohio prior to 2009?

- ☐ Yes, the D4 certificate from the tax commissioner is attached.
- ☒ No, the corporation began transacting business in 2009 or later, therefore, a D4 certificate is not required.

A. Scott Fruechtemeyer , being first duly sworn, deposes and says that he/she is the
Name of Officer

Authorized Representative of SGB SMIT OTC Inc.
Officer Title Corporation

the corporation described in the foregoing application, and that the statements contained in said application are true and correct to best of my knowledge and belief.

Name A. Scott Fruechtemeyer

Signature

A. Scott Fruechtemeyer

Sworn before me and subscribed on

3-26-12

Date

[Signature]
Notary Public

NOTARY SEAL



ROBERT WARNER OFF
ATTORNEY AT LAW
Notary Public, State of Ohio
My Commission Has No Expiration
Section 147.03 R.C.

Expiration Date of Notary's Commission

No Expiration

Date