

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

DREXELL R. DAVIS
Secretary



FRANKFORT,
KENTUCKY

SECRETARY OF STATE
RECEIVED

DEC 07 1984
OK \$10.00 ACK

APPLICATION FOR CERTIFICATE OF WITHDRAWAL OF

COMMONWEALTH OF KENTUCKY

374026

SORENSEN TRADING COMPANY, INC.

Pursuant to the provisions of Kentucky Revised Statutes chapter 271A, the undersigned corporation hereby applies for a Certificate of Withdrawal from the state of Kentucky and for that purpose submits the following statement:

The name of the corporation is SORENSEN TRADING COMPANY, INC.

The state of incorporation is Delaware

It is not transacting business in Kentucky.

Said corporation hereby surrenders its authority to transact business in Kentucky.

Said corporation hereby revokes the authority of its registered agent in Kentucky to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in Kentucky during the time the corporation was authorized to transact business in Kentucky may thereafter be made on the corporation by service thereof on the Secretary of State in Kentucky.

The post office address to which the Secretary of State may mail a copy of any process against the corporation that may be served is

One Gulf & Western Plaza

New York, N.Y. 10023

(OVER)

STATEMENT OF
ASSUMPTION OF LIABILITY

GULF & WESTERN MANUFACTURING COMPANY, a corporation organized/
(Assuming Corporation)

qualified under the Commonwealth of Kentucky, which is the parent/successor of

SORENSEN TRADING COMPANY, INC.
(Withdrawing/Dissolving Corporation)

does hereby guarantee that it will file, or cause to be filed, all required reports
and returns and does assume the liability for and guarantee the payment of all taxes

accrued or owing of SORENSEN TRADING COMPANY, INC.
(Withdrawing/Dissolving Corporation)

Stephen W. Cropper
(Name of Officer Signing)
Stephen W. Cropper, Vice President

New York
State of ~~KENTUCKY~~
County of New York

The foregoing instrument was acknowledged before me this 16th day of
November 19 84 by Stephen W. Cropper, Vice President of
(name and title of officer)

GULF & WESTERN MANUFACTURING COMPANY a Delaware corporation,
(name of corporation) (state of incorporation)

on behalf of the corporation. **PATRICIA A. MURPHY**
Notary Public, State of New York
No. 4682524
My commission expires Qualified in New York County
Commission Expires March 30, 1986

Patricia A. Murphy
NOTARY



COMMONWEALTH OF KENTUCKY
OFFICE OF SECRETARY OF STATE
FRANKFORT, 40601

DREXELL R. DAVIS
SECRETARY OF STATE

CLINTON H. NEWMAN II
ASSISTANT SECRETARY OF STATE

December 7, 1984

SECRETARY OF STATE (502) 564-3490
CORPORATE FILINGS (502) 564-2848
CORPORATION RECORDS (502) 564-7330

Kentucky Revenue Cabinet
Corporate Tax Division
Station 52, P. O. Box 1302
Frankfort, Kentucky 40602

Attention: Supervisor, Corporate Income Tax Section

RE: Sorensen Trading Company, Inc.
Wilmington, Delaware

Foreign Corporation
Qualification Date - 01/03/83

Barbara A. Dawson
C T Corporation System
1633 Broadway
New York, New York 10019

Gentlemen:

() The above-named corporation has filed a statement of intent to dissolve. We are forwarding a copy of that statement to you, according to the provisions of KRS 271A.425. We also call your attention to KRS 271A.465, which requires that we receive tax clearance from the Kentucky Revenue Cabinet before we can file the Articles of Dissolution.

(XXX) The above-named corporation has submitted an application for withdrawal from Kentucky. We are forwarding to you a copy of that application, according to the provisions of KRS 271A.590. This provision also requires that we receive tax clearance from the Kentucky Revenue Cabinet before we can issue the Certificate of Withdrawal.

Sincerely yours,

Drexell R. Davis
Secretary of State

cc: Division of Unemployment Insurance
Contribution Section
Cabinet for Human Resources
CHR Building

C T CORPORATION SYSTEM



Associated with The Corporation Trust Company
111 BROADWAY NEW YORK, N.Y. 10019 • (212) 864-1886
TELEX: 96-8090

November 28, 1984

Secretary of State
Corporation Department
State Capitol Building
Frankfort, Kentucky 40601

Gentlemen:

RE: SORENSEN TRADING COMPANY, INC. *sd sk* AB 88500-1

Pursuant to the instructions of counsel, we enclose the following for filing on behalf of the above corporation, which is authorized to do business in your state:

Application for Certificate of Withdrawal and Assumption.

Please forward the usual evidence of filing to this office. Check in payment of the required fees is enclosed.

Very truly yours,

C T CORPORATION SYSTEM

Barbara A. Dawson

Barbara A. Dawson
Service Representative

BAD:lc

Enc.

COUNSEL: Rudolph J. Sanson, Jr., Csl.
Gulf & Western Industries, Inc.
One Gulf & Western Plaza
New York, N. Y. 10023
Att: Patricia A. Murphy, L.A.

SPECIAL INSTRUCTIONS:

SECRETARY OF STATE
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DEC 07 1984

COMMONWEALTH OF KENTUCKY

Please obtain copy clearance and proceed to file.

Please inform us of any copy requirements. Also file on a Release Basis if possible.



DEPARTMENT FOR HUMAN RESOURCES
COMMONWEALTH OF KENTUCKY
FRANKFORT 40021

SECRETARY OF STATE
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DEC 18 1977

BUREAU FOR SOCIAL INSURANCE
Division for Unemployment
Insurance

COMMONWEALTH OF KENTUCKY

In reply refer to
Contributions: LWM

Secretary of State
New Capitol Building
Frankfort, Kentucky

Subject: Sorensen Trading Company, Inc.
Wilmington, Delaware

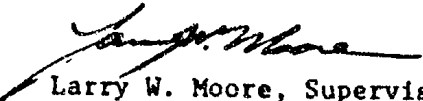
Attention: Corporation Records Division

Gentlemen:

Your office recently notified this Agency that the above corporation has filed application for (dissolution) (~~withdrawal~~).

For your information and records we wish to advise that the corporation referred to has complied with the required provision of the Kentucky Unemployment Insurance Act.

Very truly yours,


Larry W. Moore, Supervisor
Status and Compliance Section

LWM/maw

UI-50
(Rev. 11-82)

411715
8-83

COMMONWEALTH OF KENTUCKY
REVENUE CABINET
DEPARTMENT OF PROCESSING AND ENFORCEMENT
FRANKFORT
40620

SECRETARY OF STATE
RECEIVED
JAN 03 1985

TO: Secretary of State
DATE: January 2, 1985
SUBJECT: Boromson Trading Co., Inc.

COMMONWEALTH OF KENTUCKY

Revenue Cabinet records indicate that the above-named corporation has not complied with the requirements of this department and/or other departments with respect to the filing of tax returns and/or the payment of taxes due.

In accordance with the provisions of KRS 271A.465 and KRS 271A.590, it is requested that approval of the dissolution and/or withdrawal of this corporation be delayed until such time as these requirements are met.

Gary W. Gillis, Secretary

Revenue Cabinet

COMMONWEALTH OF KENTUCKY
REVENUE CABINET
FRANKFORT
40620

SECRETARY OF STATE
RECEIVED
NOV 18 1986

TO: Secretary of State
DATE: November 14, 1986
SUBJECT: Soranor Trading Company, Inc.

Commonwealth of Kentucky

The above-named corporation has complied with the requirements of the Revenue Cabinet with respect to the filing of returns and the payment of taxes due which are assessed and collected by this Cabinet.

Gary W. Gillin, Secretary
Revenue Cabinet
Account No. 90000