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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 8 / 14

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*****70.00 *****70.00

Corporation(s) Name

Specialty Polymer Coating USA, Inc.

RECEIVED
DIVISION OF CORPORATIONS
00 AUG 14 PM 1:58
00 AUG 14 PM 12:02

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Withdrawal | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> UBR | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> Ch. RA |
| <input type="checkbox"/> UCC <input type="checkbox"/> 1 or <input type="checkbox"/> 3 | | |

***Special Instructions**

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| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <small>()arts/ameds/mergers () Other-See Above</small> | | |
| <input checked="" type="checkbox"/> Walk in | <input checked="" type="checkbox"/> Pick-up | <input type="checkbox"/> Will Wait |

Please Return Filed Stamped
Copies To:

Jeffrey Butterfield
Thank You!

32
8/14/00

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

STATE OF FLORIDA
DIVISION OF CORPORATIONS
AUG 14 PM 1:58

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. Specialty Polymer Coatings USA, Inc.
(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. Texas 3. 760580367
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6-17-98 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 817.155, F.S.)

7. 20529 62nd Avenue, #104
Langley, BC, Canada V3A8R4
(Current mailing address)

8. Distribution/resale of polymerized epoxy and/or epoxy-urethane based coatings for secondary cathodic protection of existing and new gas transmission pipelines
(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 or Mail Drop Box NOT acceptable)**

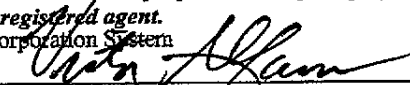
Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System

(Registered agent's signature)

**VICTOR ALFANO
ASSISTANT SECRETARY**

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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)
FL019 - 9/2/99 C T System Online

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

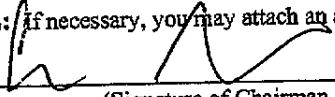
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Christopher G Alliston / VP and Treasurer
(Typed or printed name and capacity of person signing application)

SECRET
UNIVERSITY OF CALIFORNIA
00 AUG 14 PM 1:58

SPECIALTY POLYMER COATINGS USA, INC.

OFFICER AND/OR DIRECTOR INFORMATION

NAME: George Robert Alliston **OFFICER: _Y_** **DIRECTOR: _Y_**
TITLE: President

BUSINESS ADDRESS: 20529 62nd Avenue, #104
Langley, BC, Canada V3A 8R4

RESIDENCE ADDRESS: 9259 206th Street
Langley, BC, Canada V1M 2W8

NAME: Sharon Anne Alliston **OFFICER: _Y_** **DIRECTOR: _Y_**
TITLE: Secretary

BUSINESS ADDRESS: 20529 62nd Avenue, #104
Langley, BC, Canada V3A 8R4

RESIDENCE ADDRESS: 9259 206th Street
Langley, BC, Canada V1M 2W8

NAME: Christopher Glenn Alliston **OFFICER: _Y_** **DIRECTOR: _Y_**
TITLE: Vice-President, Treasurer

BUSINESS ADDRESS: 20529 62nd Avenue, #104
Langley, BC, Canada V3A 8R4

RESIDENCE ADDRESS: 205 - 8260 162A Street
Surrey, BC, Canada V3S 8L7



SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 14 PM 1:58

The State of Texas

SECRETARY OF STATE

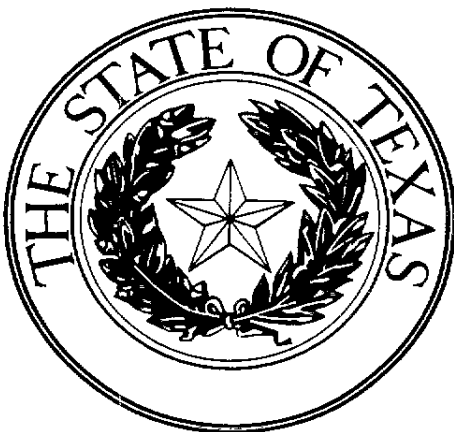
IT IS HEREBY CERTIFIED that
Articles of Incorporation of

SPECIALTY POLYMER COATINGS USA, INC.

File No. 1494328

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
Austin, Texas on August 10, 2000.*



Elton Bomer
Secretary of State

BAM