



F02000001560

ACCOUNT NO. : 072100000032
 REFERENCE : 498074 5170878
 AUTHORIZATION : *Patricia Pigato*
 COST LIMIT : \$ 70.00

FILED
 02 MAR 29 PM 1:16
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : March 27, 2002
 ORDER TIME : 2:38 PM
 ORDER NO. : 498074-015
 CUSTOMER NO: 5170878
 CUSTOMER: Ms. Deion Hemphill
 Shield Pack, Inc.
 411 Downing Pines Road
 West Monroe, LA 71292

RECEIVED
 02 MAR 29 PM 3:20
 IN PARTIAL PAYMENT OF
 DIVISION OF CORPORATE
 TALLAHASSEE, FLORIDA
 00000517530

FOREIGN FILINGS

NAME: SHIELD PACK, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

BK

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
MAR 29 PM 4:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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. SHIELD PACK, 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. DELAWARE 3. 04-3469110
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 25, 1999 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. SHIELD PACK, INC. 411 DOWNING PINES ROAD WEST MONROE, LA 712 92
(Principal office address)

SHIELD PACK, INC. 411 DOWNING PINES ROAD, WEST MONROE, LA 7 1292
(Current mailing address)

INVENTORY

8. _____
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (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.

Corporation Service Company
Louise B. Smith
(Registered agent's signature)
LOUISE B. SMITH, ASSISTANT VICE PRESIDENT

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 business addresses of officers and/or directors:

02 MAR 29 PM 4:16
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

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

14. JOEL D. HANSEN, PRESIDENT
(Typed or printed name and capacity of person signing application)

Shield Pack, Inc.
February 5, 2002

FILED
02 MAR 29 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Directors

Term

Mills, Graeme	03-Jun-99 to present	director
Lewis, Charles	08-Sep-00 to present	director
McHugh, Jim	03-Jun-99 to present	director
Robinson, Tim	17-Oct-01 to present	director
Hansen, Joel	5-Feb-02 to present	director, chairman

Officers

Joel Hansen	President
Paul Rahn	Vice President of Sales
Deion Hemphill	Chief Financial Officer, Secretary and Treasurer
Graeme Mills	Vice President
Jeffrey Pare	Vice President
T Malcolm Sandilands	Assistant Secretary
Jennifer Newton	Assistant Secretary

PPL closing documents, Tab 79
Minutes of Oct 17 2001 board meeting
Minutes of Feb 05 2002 board meeting

Delaware

PAGE 1

The First State

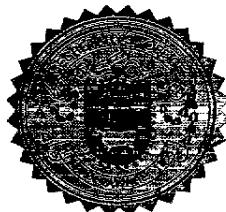
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHIELD PACK, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SHIELD PACK, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF MAY, A.D. 1999.

FILED
02 MAR 29 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3040311 8300

AUTHENTICATION: 1691301

020200771

DATE: 03-27-02