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Florida Department of State
Division of Corporations
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RESUBMIT

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)521-1030

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 18 AM 8:15

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FOREIGN PROFIT QUALIFICATION

TCL, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$1,070.00

F02 4766
OK



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 18, 2002

CORPORATION SERVICE COMPANY

SUBJECT: TCI, INC.
REF: W02000027222

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H02000199789
Letter Number: 902A00053240

SEP 16 2002 11:18 FR RPM INC.

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P.02

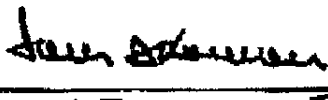
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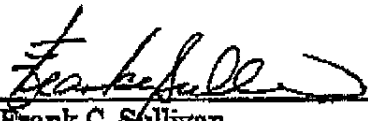
RESOLUTION

TCL INC.Action by Directors by Unanimous Written
Affirmative Vote and Approval Without a Meeting

The undersigned, being all of the Directors of TCL, Inc., hereby authorize, approve and adopt the following resolution by unanimous written affirmative vote and approval without a meeting, pursuant to the Georgia Business Corporation Act:

RESOLVED, that the officers of this corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed and filed so that this corporation may obtain authority pursuant to the laws of each state to transact business in Florida using the fictitious name "TCL Powdered Coatings, Inc." or, in the case of a conflict, any acceptable variation thereof.


James A. Karman


Frank C. Sullivan


Thomas H. Slade

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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September 6, 2002

** TOTAL PAGE.02 **

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. TCL, 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. GEORGIA 3. 58-1718771
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/12/87 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 6/1/2001
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.153, F.S.)
7. 610 AIRPORT ROAD, P. O. BOX 132, ELLAVILLE, GA 31806
(Principal office address)
SAME AS ABOVE
(Current mailing address)
8. R&D ACTIVITIY RELATING TO THE MANUFACTURE & SALE OF PAINT, POWDERED COATINGS
(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

by: Margaret Pike, Asst Secretary
(Registered agent's signature)

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.

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12. Names and business addresses of officers and/or directors:**A. DIRECTORS**Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: 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. _____

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

14. _____

P. Kelly Thompson - Secretary
(Typed or printed name and capacity of person signing application)SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TCL, INC.**Officers:**

* James A. Karman	Chairman
— Thomas H. Slade	President
— Douglas G. Greene	Vice President - General Manager
— Hartwick A. Haugen	Vice President - Research and Development
— James A. Musial	Vice President - Finance and Treasurer
— Joseph J. Slade	Vice President - Lab Director
— J. Edwin Willis	Vice President - Manufacturing
* P. Kelly Tompkins	Secretary
* Ronald A. Rice	Assistant Secretary

Directors:

* James A. Karman
* Frank C. Sullivan
— Thomas H. Slade

Addresses:

* = 2628 Pearl Road, Medina, OH 44256
— = 610 Airport Road, P.O. Box 13, Ellaville, GA 31806

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Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : J706484
DATE INC/AUTH/FILED: 02/12/1987
JURISDICTION : GEORGIA
PRINT DATE : 08/09/2002
FORM NUMBER : 211

CORPORATION SERVICE COMPANY
S.PITTARD
1201 HAYS STREET
TALLAHASSEE, FL 32301

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

EGG, INC.
GEORGIA PROFIT CORPORATION

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20020809200410758



Cathy Cox
Secretary of State