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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

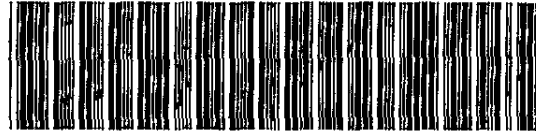
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** HEATH CONSULTANTS INCORPORATED  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JAMES HUFFMAN  
(Name of Person)  
HEATH CONSULTANTS INCORPORATED  
(Firm/Company)  
9030 MONROE ROAD  
(Address)  
HOUSTON, TEXAS 77061  
(City/State and Zip code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

GRAHAM MIDGLEY at ( 713 ) 844-301  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. HEATH CONSULTANTS INCORPORATED

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 04-2144731

(FEI number, if applicable)

4. 06/17/1952

(Date of incorporation)

5. PERPETUAL

(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. 9030 MONROE ROAD, HOUSTON, TEXAS 77061

(Principal office address)

9030 MONROE ROAD, HOUSTON, TEXAS 77061

(Current mailing address)

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8. LEAK DETECTION

(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: CT CORPORATION SYSTEMS

Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION

(City)

, 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.

Jennifer K. Miller  
(Registered agent's signature)

3-16-04

Jennifer K. Miller  
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 business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: MILTON W. HEATH, JR.

Address: 80 OLD ORCHARD ROAD  
SHERBORN, MA 01770

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: GRAHAM MIDGLEY

Address: 5831 MOUNTAIN VIEW DRIVE  
KINGWOOD, TEXAS 77345

Director: STUART EYNON

Address: 11 FRANKLAND ROAD  
ASHLAND, MA 01721

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**B. OFFICERS**

President: GRAHAM MIDGLEY

Address: 5831 MOUNTAIN VIEW DRIVE  
KINGWOOD, TEXAS 77345

Vice President: JAMES HUFFMAN

Address: 9030 MONROE ROAD  
HOUSTON, TEXAS 77061

Secretary: M. VANCE MONROE

Address: 5 PATRICIA ROAD, FRAMINGHAM, MA 01701

Treasurer: MILTON W. HEATH, JR.

Address: 80 OLD ORCHARD ROAD, SHERBORN, MA 01770

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

13. James Huffman  
(Signature of Director or Officer listed in number 12 of the application)

14. JAMES HUFFMAN VICE PRESIDENT FINANCE  
(Typed or printed name and capacity of person signing application)

**OFFICERS DIRECTORS OF HEATH CONSULTANTS  
INCORPORATED**

Name (Directors)	Title	Address
Milton W. Heath Jr.	Chairman of the Board, Treasurer and Director	80 Old Orchard Road P. O. Box 347 Sherborn, MA 01770-0347
Graham G. Midgley	President, Chief Executive Officer and Director	5831 Mountain View Drive Kingwood, Texas 77345
Stuart B. Eynon	Executive Consultant and Director	11 Frankland Road P. O. Box 294 Ashland, MA 01721
M. Vance Munro	Director, Secretary, General Counsel	5 Patricia Road Frammingham, MA 01701
Alan R. Caron	Director	Centre for Strategic Management 10217 Timberland Point Drive Tampa, Florida 33647
Gary T. Priestap	Director	4938 Labadie Road Milford, MI 48380-3029 Telephone: 248.685.7818
William J. Masser	Director	CEO, POLYTOP Corp. 110 Graham Drive Slatersville, RI 02876
Robert R. Peiser	Director	PO Box 3637 Christiansted, USVI 00822
Ruth T. Heath	Assistant Treasurer Assistant Secretary	9160 E. Wethersfield Rd. Scottsdale, AZ 85260-5052
Paul D. Wehnert	Vice President, Sales & Marketing	2232 Golden Sails Drive League City, TX 77573
Taren E. Hollister	Vice President, Operations	13906 Rosebranch Court Houston, Texas 77059
James D. Huffman, C.P.A.	Vice President, Finance	9030 Monroe Road Houston, Texas 77061

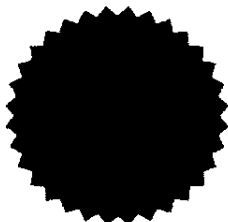
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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEATH CONSULTANTS INCORPORATED" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2004.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2953864