



CLEVELAND ELECTRIC COMPANY

F95000000085

January 3, 1995

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700001370517
-01/05/95--01021--001
****122.50 ****122.50

RE: Application by Foreign Corporation for Authorization to Transact Business in Florida
Cleveland Electric Co.

Gentlemen:

Enclosed is our "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check in the amount of \$122.50 to cover the Filing Fee of \$35.00, the Registered Agency Designation Fee of \$35.00 and the fee for a Certified Copy of \$52.50.

Please rush the processing of this application. We have enclosed a Federal Express self addressed, pre-paid envelope for return of this information to us at your earliest convenience.

Thank you for your assistance.

Very truly yours,


Rita S. Fasson
Tax Manager

SK

RSF/gb
Enclosures

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DIVISION OF CORPORATIONS
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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: CLEVELAND ELECTRIC COMPANY
(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:

Rita S. Fasson
(Name of Person)
Cleveland Group, Inc.
(Firm/Company)
2690 Cumberland Pkwy. Ste. 200
(Address)
Atlanta, GA 30339
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Rita S. Fasson at (404) 436 - 0879
(Name of Person) Area Code & Daytime Telephone Number

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COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. CLEVELAND ELECTRIC COMPANY
(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. 58-0890446
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/31/62 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NOT AT PRESENT
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 1281 Fulton Industrial Blvd.
Atlanta, GA 30336
(Current mailing address)

8. Electrical & Mechanical Construction; Apparatus Sales & Service
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: THE PRENTICE-HALL CORPORATION SYSTEM, INC.
Office Address: 1201 HAYS STREET, SUITE 105
TALLAHASSEE, , Florida , 32301
(Zip Code)

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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.

Murray Weiner, Asst. V.P.
(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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

DIRECTOR
Chairman: L. W. Cleveland, Jr.
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

DIRECTOR
L. W. Cleveland
1281 Fulton Ind. Blvd.
Atlanta, GA 30336

DIRECTOR
Vice Chairman: J. R. Cleveland, Sr.
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

Director: Vann H. Cleveland
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

Director: Fred A. Harkleroad
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

B. OFFICERS

President: J. R. Cleveland, Jr.
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

Vice President: J. R. Cleveland, Sr.
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

Secretary: Vann H. Cleveland
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

Treasurer: Vann H. Cleveland
Address: 1281 Fulton Industrial Blvd.
Atlanta, GA 30336

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

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

14. Vann H. Cleveland, Secretary
(Typed or printed name and capacity of person signing application)

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Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 943200573
CONTROL NUMBER : 0203541
DATE INC/AUTH/FILED: 10/31/1962
JURISDICTION : GEORGIA
PRINT DATE : 11/16/1994
FORM NUMBER : 211

CLEVELAND ELECTRIC COMPANY
ATTN GAIL BALDONI
P O BOX 44088
ATLANTA GA 30336

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

CLEVELAND ELECTRIC COMPANY A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

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

This certificate is issued pursuant to 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.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta