

F9600006117



ACCOUNT NO. : 072100000032

REFERENCE : 163187 4723849

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ ~~1500~~ *PPD*

ORDER DATE : November 21, 1996

ORDER TIME : 10:13 AM

ORDER NO. : 163187-005

CUSTOMER NO: 4723849

CUSTOMER: Ginger Ellis, Legal Assistant
Jones Day Reavis & Pogue
Suite 4600
555 West Fifth Street
Los Angeles, CA 90013-1025

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-11/22/96--01059--002
*****70.00 *****70.00

FOREIGN FILINGS

NAME: D.B. ROBERTS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 22 AM 11:47

RECEIVED
96 NOV 22 AM 11:20
DIVISION OF CORPORATION

**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. D. B. ROBERTS, 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
(State or country under the law of which it is incorporated)
3. 04-3335813
(FBI number, if applicable)
4. 11/15/96
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 12/1/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 58 TONSPIN RD
WILMINGTON MA 01887
(Current mailing address)
8. WHOLESALE DISTRIBUTION OF FASTENERS AND HARDWARE
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 HAYS STREET
TALLAHASSEE, Florida, 32301
(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.

Carol K. Deane
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: ROBERT W. CLAPP

Address: 2 WATKINS DR BEDFORD MA 01730

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: ROBERT W. CLAPP

Address: SAME

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: ROBERT W. CLAPP

Address: SAME

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

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

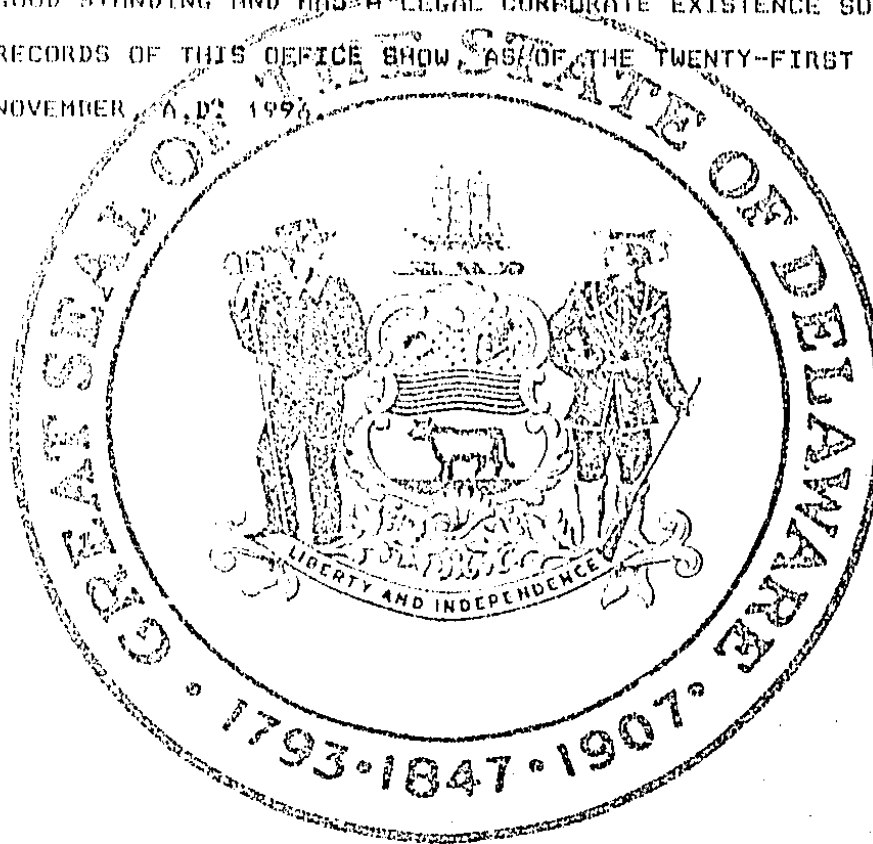
14. ROBERT W. CLAPP PRESIDENT
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "D.B. ROBERTS, INC." 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-FIRST DAY OF
NOVEMBER, A.D. 1996



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

8204140

11-21-96