

F99 0000000 709
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: OUTOKUMPU TECHNOLOGY, INC.
(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:

JANET MAXWELL
(Name of Person)
OUTOKUMPU TECHNOLOGY, INC.
(Firm/Company)
109 INVERNESS DRIVE EAST, SUITE F
(Address)
ENGLEWOOD, COLORADO 80112
(City/State/Zip)

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

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*****87.50 *****87.50

INDRA HALL at (904) 353-3681
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien 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. OUTOKUMPU TECHNOLOGY 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. STATE OF DELAWARE 3. 52-1659765
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JANUARY 3, 1990 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. JANUARY 4, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1310-1 TRADEPORT DRIVE
JACKSONVILLE, FLORIDA 32218
(Current mailing address)

8. SALES AND ENGINEERING
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

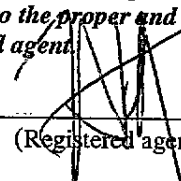
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: FRANK S. KNOLL

Office Address: 1310-1 TRADEPORT DRIVE
JACKSONVILLE, Florida, 32218
(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.


(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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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

Chairman: JUKKA SULANTO

Address: RIIHITONTUNTIE 7E, ESPOO FINLAND FIN 02201

Vice Chairman: PEKKA HYNYNEN

Address: RIIHITONTUNTIE 7E
ESPOO, FINLAND FIN-02201

Director: HEIKKI KANDOLIN

Address: RIIHITONTUNTIE 7E
ESPOO, FINLAND FIN-02201

Director: JUHANI VAHTOLA

Address: RIIHITONTUNTIE 7E
ESPOO, FINLAND FIN-02201

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

President: DAVID GREEN

Address: 109 INVERNESS DRIVE EAST, SUITE F
ENGLEWOOD, CO 80112

Vice President: FRANK KNOLL

Address: 1310-1 TRADEPORT DRIVE
JACKSONVILLE, FL 32218

Secretary: KALLE LUOTO

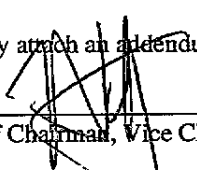
Address: RIIHITONTUNTIE 7E
ESPOO, FINLAND FIN-02201

Treasurer: JANET MAXWELL

Address: 109 INVERNESS DRIVE EAST, SUITE F
ENGLEWOOD, CO 80112

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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. FRANK KNOLL, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

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 "OUTOKUMPU TECHNOLOGY 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 THIRD DAY OF FEBRUARY, A.D. 1999.

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.

FILED
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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9555563

DATE:

02-03-99