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Frank J. Agin
Attorney at Law

Tuesday, April 17, 2001

Registration Section – Division of Corporations
Florida Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

100004134521--5
-05/03/01--01118--017
*****87.50 *****87.50

RE: FMJ Holding, Inc.

Dear Sir or Madam:

The enclosed "Application By Foreign Corporation For Authorization To Transact Business In Florida, Certificate of Existence" is submitted to register the above referenced foreign corporation to transact business in Florida. In addition, enclosed please find a check made payable to the Florida Secretary of State in the amount of \$87.50 which covers the appropriate filing fee, certificate of status and certified copy.

Please return any and all correspondence concerning this matter to this office: **Frank J. Agin, Attorney at Law, Post Office Box 30724, Columbus, Ohio 43230-0724**. Should you have any questions or concerns regarding the enclosed or this letter, please do not hesitate to contact me at (614) 476-5540.

Sincerely,

Frank Agin

FILED
2001 MAY -3 PM 4:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Cc: Michael Smith, President

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

For

FMJ Holdings, Inc.

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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. The name of the corporation registering to transact business in the State of Florida
is, **FMJ Holdings, Inc.**;
2. **FMJ Holdings, Inc.** is a corporation organized under the laws of the State of
Ohio;
3. **FMJ Holdings, Inc.**'s Federal Employer Identification Number is **31-1554821**;
4. **FMJ Holdings, Inc.** was incorporated on **August 4, 1997**;
5. **FMJ Holdings, Inc.** will first transact business in the State of Florida on **May 1st,
2001**;
6. **FMJ Holdings, Inc.** has principal offices located at **320 London Road, Suite
128, Delaware (Delaware County) Ohio 43015**;

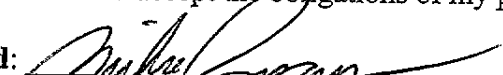
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7. **FMJ Holdings, Inc.** has a mailing address of **Post Office Box 1005, Delaware, Ohio 43015;**
8. **FMJ Holdings, Inc.** was incorporated to conduct **any lawful purpose in the State of Ohio**, but more specifically does, and is doing in the State of Florida, the **warehousing and distribution of chemical products;**
9. For purpose of the laws of the State of Florida, the full name and street address of the Florida registered agent of **FMJ Holdings, Inc.** is **Michael F. Rucus, 7335 Como Drive, Newport Richey, Florida 34655.**
10. I, **Michael F. Rucus**, a resident of the State of Florida, having been named as registered agent and to accept service of process for **FMJ Holdings, Inc.** at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity, and 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. **Signed:** 

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For

FMJ Holdings, Inc.

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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 for the State of Ohio** on behalf of **FMJ Holdings, Inc.**;
12. The names and business addresses of the officers and directors of **FMJ Holdings, Inc.** are as follows: **Michael J. Smith (President & Board Member), 273 West Hull Drive, Delaware, Ohio 43015; Frederick J. Smith (Corporate Treasurer, Vice President & Board Member), 2423 S. Holland-Sylvania Road, #6, Maumee, Ohio 43537; and Jeffrey A. Smith (Corporate Secretary, Vice President & Board Member), 2423 S. Holland-Sylvania Road, #6, Maumee, Ohio 43537.**

I, **Michael J. Smith, President & Board Member of FMJ Holdings, Inc.**, declare that I have examined this *Application By Foreign Corporation For Authorization To Transact Business In Florida*, and the accompanying attachment, and to the best of my knowledge and belief, it is true, correct and complete.



**Michael J. Smith, President & Board Member
FMJ Holdings, Inc.**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

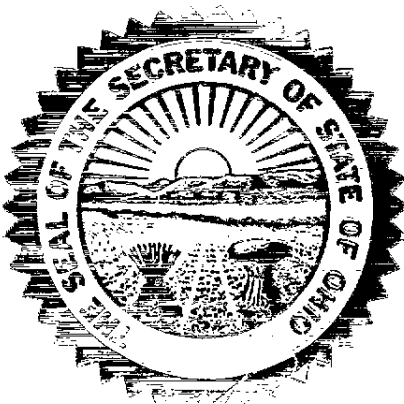
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*I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show **FMJ HOLDINGS, INC.**, an Ohio corporation, Charter No. 988051, having its principal location in Delaware, County of Delaware, was incorporated on August 14, 1997, and is currently in **GOOD STANDING** upon the records of this office.*

WITNESS my hand and official seal

at Columbus, Ohio on

April 17, 2001



J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State