

F01000004071

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Powers Fasteners, 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:

Joseph V. Miressi , Vice President-Controller
(Name of Person)

Powers Fasteners, Inc.
(Firm/Company)

W01-16537

2 Powers Square, P.O. Box 641
(Address)

100004471310--1
-07/12/01--01051--001
*****70.00 *****70.00

New Rochelle, New York 10801
(City/State and Zip code)

For further information concerning this matter, please call:

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*****70.00 *****70.00

Diana A. Crocco at (914) 235-6300 Ext 3606
(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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 18, 2001

JOSEPH V. MIRESSI, VP-CONTROLLER
POWERS FASTENERS, INC.
2 POWERS SQUARE, P.O. BOX 641
NEW ROCHELLE, NY 10801

SUBJECT: POWERS FASTENERS, INC.
Ref. Number: W01000016537

We have received your document for POWERS FASTENERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 401A00042118

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TALLAHASSEE
FLORIDA

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. Powers Fasteners, 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. New York (State or country under the law of which it is incorporated) 3. 13-1840500 (FBI number, if applicable)

4. 08/18/1921 (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. 2 Powers Square, P.O.Box 641, New Rochelle, NY 10801 (Principal office address)

Same as above (Current mailing address)

8. Sales Masonry Ancors (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: Michael Gaffigan

Office Address: Lakeview Center, 2345 Stirling Road, Fort Lauderdale, Florida 33312-6608 (City) (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.

* [Signature] Michael Gaffigan (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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Frederic B. Powers, Jr.

Address: 2 Powers Square, NR, NY 10801

Director

~~Vice Chairman~~: Christopher W. Powers

Address: 2 Powers Square, NR, NY 10801

Director: Jeffrey R. Powers

Address: 2 Powers Square, NR, NY 10801

Director: Stephen B. Powers

Address: 2 Powers Square, NEW Rochelle, NY 10801

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TALLAHASSEE FLORIDA

B. OFFICERS

President: Jeffrey R. Powers

Address: same as above

CEO Christopher W. Powers ---address same as above

Vice President: Stephen B. Powers

Address: same as above

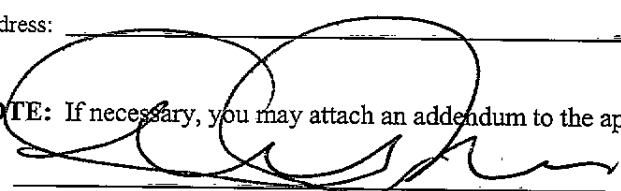
VP ~~Secretary~~: Frederic B. Powers, III

Address: same as above

Treasurer:

Address:

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. Christopher W. Powers, Director and CEO
(Typed or printed name and capacity of person signing application)

State of New York
Department of State

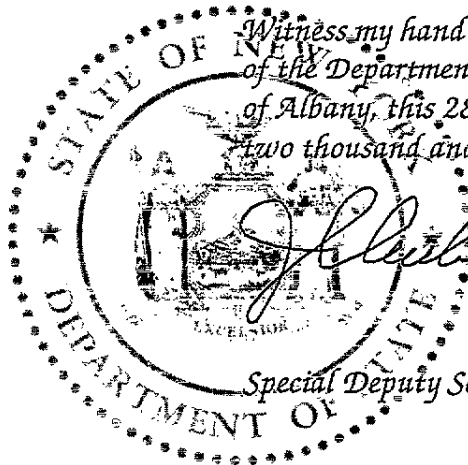
ss:

I hereby certify, that the Certificate of Incorporation of POWERS FASTENERS, INC. was filed on 08/18/1921, under the name of THE RAWLPLUG COMPANY, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment THE RAWLPLUG COMPANY, INC., changing its name to POWERS FASTENING, INC., was filed 08/21/1996.

A Certificate of Amendment POWERS FASTENING, INC., changing its name to POWERS FASTENERS, INC., was filed 11/13/1998.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 28th day of June
two thousand and one.



[Signature]
Special Deputy Secretary of State

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TALLAHASSEE FLORIDA