



FOI000004233

ACCOUNT NO. : 072100000032

REFERENCE : 404962 4813824

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
01 AUG -9 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 8, 2001

ORDER TIME : 8:45 AM

ORDER NO. : 404962-050

CUSTOMER NO: 4813824

CUSTOMER: Ms. Beth E. Barnhart
National Service Industries,
1420 Peachtree Street, N.e.

400004527854--2

Atlanta, GA 30309-3002

RECEIVED
01 AUG -9 PM 3:59
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: THE ZEP GROUP, INC.

BK

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____

**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.

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TALLAHASSEE, FLORIDA

1. The Zep Group, 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 3. 58-2633373
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/03/2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 07/03/2001
(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. 1420 Peachtree Street NE, Atlanta, Georgia 30309-3002
(Principal office address)

(Current mailing address)

- Sale of specialty chemicals, including related services and products and to engage in any lawful act or activity for which corporations may be organized
8. under the General Corporation Law of Delaware
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

Corporation Service Company

BRIAN COURTNEY, ASST. VP.

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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. BROCK A. HATTOX, EXECUTIVE VICE PRESIDENT AND CHIEF FINANCIAL OFFICER

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICERS

James S. Balhoun*
Brock A. Hattox*
Kenyon W. Murphy*
Joseph G. Parham, Jr.
Robert R. Burchfield
John W. Ehrie
Helen D. Haines
Chester J. Popkowski
C. Dan Smith, Jr.
Allan R. Zeitlin
* denotes Director(s)

TITLE

Chairman of the Board , President, Chief Executive Officer
Executive Vice President and Chief Financial Officer
Senior Vice President and General Counsel and Assistant Secretary
Senior Vice President, Human Resources
Vice President and Controller
Vice President, Taxes
Vice President and Secretary
Vice President and Treasurer
Assistant Treasurer and Assistant Secretary
Vice President, Benefits and Compensation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address:

1420 Peachtree Street NE, Atlanta, Georgia 30309-3002
(404) 853-1000

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE ZEP GROUP, 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 EIGHTH DAY OF AUGUST, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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01 AUG -9 PM 4: 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3409123 8300

AUTHENTICATION: 1285593

010387361

DATE: 08-08-01