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Layne Christensen Company

1900 Shawnee Mission Parkway • Mission Woods, Kansas 66205 • (913) 362-0510 • Fax: (913) 362-0133

October 30, 2001

Office of the Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

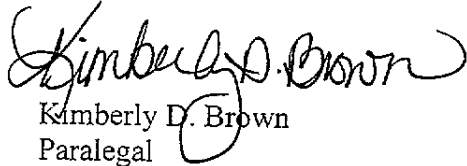
RE - CERTIFICATE OF AUTHORITY FOR WORLDCOVER, INC.

Dear Sir/Madam:

Please find enclosed an *Application by Foreign Corporation for Authorization to Transact Business in Florida* along with an attachment, a *Certificate of Good Standing* from Delaware, an *Acceptance of Appointment* and a check in the amount of \$70.00 for the filing fee. Please forward the *Certificate of Authority* to my attention at the address listed above.

If you have any questions or need any additional information, please feel free to contact me. Thank you for your anticipated assistance and cooperation with this matter.

Sincerely,


Kimberly D. Brown
Paralegal

KDB/s

Enclosures

cc: Steve Crooke

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

with
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WorldCover, 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:

Kimberly Brown

(Name of Person)

Rayne Christensen Company

(Firm/Company)

1900 Apawnee Mission Pkwy

(Address)

Mission Woods, Kansas 66205

(City/State and Zip code)

For further information concerning this matter, please call:

Kimberly Brown

(Name of Person)

at (913) 677-1034

(Area Code & Daytime Telephone Number)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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

**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. WorldCover, 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. 48-1207837
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 22, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1900 Shawnee Mission Parkway, Mission Woods, Kansas 66205
P.O. Box 383, Mission, Kansas 66201
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the General Corp. Law of DE.
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System - See attachment

(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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TALLAHASSEE, FLORIDA

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

Chairman: See Attachment

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Attachment

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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. Jerry W. Fanska, Vice President

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

ACCEPTANCE OF APPOINTMENT

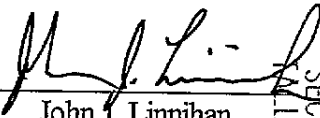
RE: **Worldcover, Inc.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: October 19, 2001

C T CORPORATION SYSTEM

By


John J. Linnihan
Assistant Vice-President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**DIRECTORS AND OFFICERS
OF SECRETARY OF STATE
TALLAHASSEE, FLORIDA
WORLD COVER, INC.**

<u>Officer</u>	<u>Title</u>	<u>Business Address</u>
Andrew Bernard Schmitt	Director, President	1900 Shawnee Mission Pkwy, Mission Woods, KS 66205
Jerry Wayne Fanska	Director, Vice President, Treasurer	1900 Shawnee Mission Pkwy, Mission Woods, KS 66205
Steven F. Crooke	Vice President & Secretary	1900 Shawnee Mission Pkwy, Mission Woods, KS 66205
James Harvey Thomas	Vice President	1900 Shawnee Mission Pkwy, Mission Woods, KS 66205
Curtis James Schmidt	Assistant Treasurer	1900 Shawnee Mission Pkwy, Mission Woods, KS 66205

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 "WORLDCOVER, 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-FOURTH DAY OF OCTOBER, A.D. 2001.

FILED
01 NOV -2 PM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2958735 8300

AUTHENTICATION: 1407822

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DATE: 10-24-01