



F02000001298

ACCOUNT NO. : 072100000032

REFERENCE : 472205 3776A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 70.00

ORDER DATE : March 14, 2002

ORDER TIME : 9:40 AM

ORDER NO. : 472205-015

CUSTOMER NO: 3776A

CUSTOMER: Mr. Jack W. Johnston
Dapsco Inc.
3110 Kettering Boulevard

Dayton, OH 45439

FILED
02 MAR 15 AM 11:12
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: WAYCROSS WINLECTRIC CO.

BK

RECEIVED
02 MAR 15 AM 10:25
DIVISION OF CONSTRUCTION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

500005110065--4

CONTACT PERSON: Norma Hull -- EXT# 1115

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

1. Waycross Winlectric Co.
(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. applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 5, 2002 5. perpetual
(Date of incorporation) (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. c/o Dapsco Atlanta Co.
(Principal office address)
1000 Hurricane Shoals Rd., Bldg. D 500, Lawrenceville, GA 30043
(Current mailing address)
Wholesale distribution of electrical products sold to electrical contractors and qualified users.
8. _____
(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

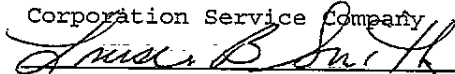
Office Address: 1201 Hays Street

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



(Registered agent's signature) Louise B. Smith, Assistant Sec.

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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MAR 15 AM 11:12
TALLAHASSEE, FLORIDA
STATE

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: _____

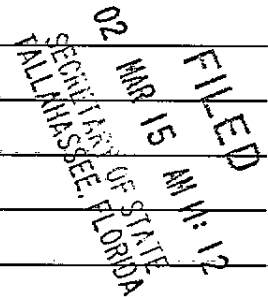
Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. David E Metzger
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David E Metzger Asst. Sec.
(Typed or printed name and capacity of person signing application)



Schedule of Directors and Officers
Waycross Winlectric Co.
State of Incorporation: Delaware
Date of Incorporation: March 5, 2002
Delaware Mailing Address: 2711 Centerville Rd., Suite 400, Wilmington, DE 19808

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Board of Directors:

<u>Name</u>	<u>Business Address</u>
Russell W. Abbott	2636A East Oglethorpe Hwy. Hinesville, GA 30303
Stephen R. Ford	3110 Kettering Blvd. Dayton, OH 45439
Jack D. Osenbaugh	3110 Kettering Blvd. Dayton, OH 45439
Russell A. Stewart	93 Vickers Road Waycross, GA 31501

Officers:

<u>Title</u>	<u>Name</u>	<u>Business Address</u>
President	Russell A. Stewart	93 Vickers Road Waycross, GA 31501
Vice President	Stephen R. Ford	3110 Kettering Blvd. Dayton, OH 45439
Secretary/ Treasurer	Philip E. Muegel	1000 Hurricane Shoals Road - Suite D 500 Atlanta, GA 30043
Asst. Sec.	David E. Metzger	3110 Kettering Blvd. Dayton, OH 45439

Delaware

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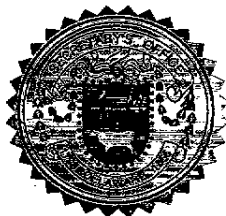
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WAYCROSS WINLECTRIC CO." 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 FOURTEENTH DAY OF MARCH, A.D. 2002..

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WAYCROSS WINLECTRIC CO." WAS INCORPORATED ON THE FIFTH DAY OF MARCH, A.D. 2002.

FILED
02 MAR 15 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1667032

DATE: 03-14-02