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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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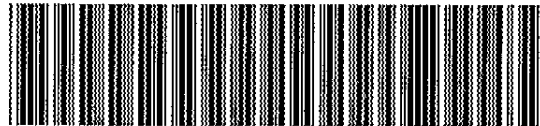
(Business Entity Name)

(Document Number)

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STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

BRYAN FEB - 6 2003



ACCOUNT NO. : 072100000032

REFERENCE : 919177 4305511

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 4, 2003

ORDER TIME : 10:40 AM

ORDER NO. : 919177-005

CUSTOMER NO: 4305511

CUSTOMER: Ms. Heather Flynn
Conner & Winters
3700 First Place Tower
15 East Fifth Street
Tulsa, OK 74103

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: WITTCOLD SYSTEMS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight -- EXT# 1156

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. WittCold Systems, 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

(State or country under the law of which it is incorporated)

3. 74-279-1431

(FEI number, if applicable)

4. July 8, 1996

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. July 8, 1996

(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 Commerce Blvd., Palm Coast, FL, 32164-3126

(Principal office address)

Same

(Current mailing address)

8. See Attached Exhibit A

(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

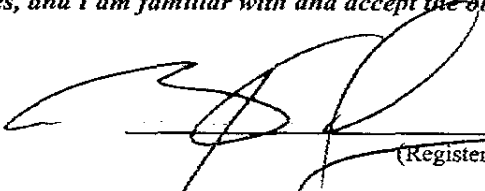
(City)

, Florida 32301

(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.


**Brian Courtney
Asst. V. Pres.**

(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: Ronald L. Hoffman

Address: Dover Resources, Inc.

4606 E. 67th St., Suite 100, Tulsa, Oklahoma 74136

Vice Chairman: William E. Geiger

Address: 2 Commerce Blvd.

Palm Coast, Florida 32164-3126

Director: Loren R. Armstrong

Address: Dover Resources, Inc.

4606 E. 67th St., Suite 100, Tulsa, Oklahoma 74136

Director: _____

Address: _____

B. OFFICERS

President: William E. Geiger

Address: 2 Commerce Blvd.

Palm Coast, Florida 32164-3126

Vice President: 1. Ronald L. Hoffman 2. Robert G. Kuhbach

Address: 1. Dover Resources, Inc., 4606 E. 67th St., Suite 100, Tulsa, Oklahoma 74136

2. Dover Corporation, 280 Park Ave., Floor 34W, New York, New York 10017-1292

Secretary: Loren R. Armstrong

Address: 4606 E. 67th St., Suite 100, Tulsa, Oklahoma 74136

Treasurer: Robert E. Jonas

Address: 2 Commerce Blvd., Palm Coast, Florida 32164-3126

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

13. Loren R. Armstrong

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Loren R. Armstrong, Secretary

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

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TALLAHASSEE, FLORIDA

EXHIBIT A

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WITTCOLD SYSTEMS, 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 FOURTH DAY OF FEBRUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WITTCOLD SYSTEMS, INC." WAS INCORPORATED ON THE EIGHTH DAY OF JULY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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DEPARTMENT OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2241872

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DATE: 02-04-03