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03 JUN 26 AM 8 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



June 23, 2003

Kathleen D. Mintner, Paralegal
Direct Dial: 414-298-8283
kmintner@reinhardtllaw.com

DELIVERED BY COURIER

Florida Secretary of State
Division of Corporations
Attn: Registration Section
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir or Madam:

Re: Qualification of TechniPower, Inc. in State
of Florida
Reference No. 060235/0001

Enclosed are the following:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida and Transmittal Letter (original and one copy) for filing with your office.
2. Georgia Certificate of Existence (dated June 23, 2003).
3. Check in the amount of \$70, payable to the Florida Department of State, to cover the filing fees.

Please return a file-stamped copy of the Application to me in the enclosed return envelope. If you have any questions regarding the enclosed, please contact me.

Yours very truly,

A handwritten signature in cursive script that reads 'Kathy Mintner'.

Kathleen D. Mintner
Paralegal

MW\991497KDM:BLU

cc Ms. Deanna Wiley

Encs.

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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. TechniPower, 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. Georgia 3. 91-2189926
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/12/03 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. 1842 Independence Square, Suite D, Atlanta, GA 30038
(Principal office address)

Same
(Current mailing address)

8. Temporary Staffing Services
(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

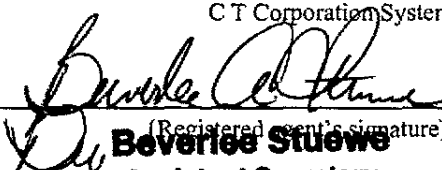
Office Address: 1200 South Pine Island Road,

Plantation, , Florida 33324
(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.

C T Corporation System

By: 
(Registered agent's signature)
Beverly Stuewe
Assistant Secretary

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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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE EXHIBIT A ATTACHED HERETO

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE EXHIBIT A ATTACHED HERETO

Address: _____

Vice President: _____

Address: _____

Secretary: _____

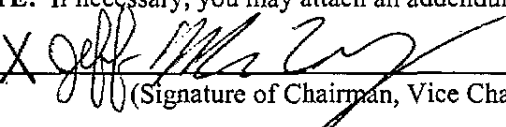
Address: _____

Treasurer: _____

Address: _____

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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. Jeff McCoy, President

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

EXHIBIT A
to
State of Florida
Application by Foreign Corporation
for Authority to Transact Business in Florida

Officers

Jeff McCoy	President	1842 Independence Square, Suite D Atlanta, GA 30338
Joseph Kimmel	Chairman	25 Page Avenue Asheville, NC 28801
Kelly McCoy	Secretary	1842 Independence Square, Suite D Atlanta, GA 30338

Directors

Jeff McCoy	1842 Independence Square, Suite D Atlanta, GA 30338
Joseph Kimmel	25 Page Avenue Asheville, NC 28801

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0313394
DATE INC/AUTH/FILED: 03/12/2003
JURISDICTION : GEORGIA
PRINT DATE : 06/23/2003
FORM NUMBER : 211

REINHART BOERNER VAN DEUREN S.C.
KATHLEEN D. MINTNER
1869 NORTH 71ST STREET
WAUWATOSA, WI 53213

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

TECHNIPOWER, INC.
A GEORGIA PROFIT CORPORATION

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20030623145209610



Cathy Cox

Cathy Cox
Secretary of State