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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

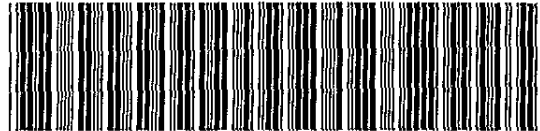
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
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HONIGMAN

Honigman Miller Schwartz and Cohn LLP
Attorneys and Counselors

Christopher J. Kawa, Legal Assistant

313-465-7210
Fax: 313-465-7211
cxk@honigman.com

Via Federal Express

December 4, 2003

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: *Exide Operating, Inc. and Exide Real Estate, Inc.*

Dear Sir/Madam:

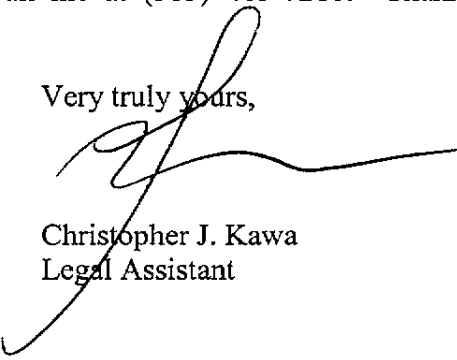
Enclosed for filing on behalf of Exide Operating, Inc., a Delaware corporation and Exide Real Estate, Inc., a Delaware corporation, are the following documents:

1. One original and one duplicate copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida of Exide Operating, Inc. with attachment, together with a Certificate of Good Standing from the State of Delaware. In addition, I have enclosed our firm's check in the amount of \$78.75 made payable to the Florida Department of State for the filing and certification fees.
2. One original and one duplicate copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida of Exide Real Estate, Inc. with attachment, together with a Certificate of Good Standing from the State of Delaware. In addition, I have enclosed our firm's check in the amount of \$78.75 made payable to the Florida Department of State for the filing and certification fees.

Once the filings have been completed, please return the certified and file-stamped copies of the Applications to my attention via the enclosed Federal Express airbill and envelope

If you have any questions, please call me at (313) 465-7210. Thank you for your assistance with this matter.

Very truly yours,


Christopher J. Kawa
Legal Assistant

Enclosures
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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. Exide Operating, 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. 02-0299451
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09/17/2003 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. 13000 Deerfield Parkway, Building 200, Alpharetta, GA 30004-8532
(Principal office address)
- same
(Current mailing address)

8. to deal in electric batteries and related products
(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)

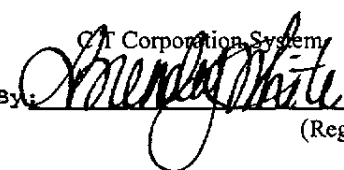
Name: c/o C T Corporation System

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.

By: 
(Registered agent's signature)

Brenda L. White
Asst. 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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DIVISION OF CORPORATIONS

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

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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. Brad S. Kalter

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

14. BRAD S. KALTER ASSISTANT SECRETARY

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

ATTACHMENT

OFFICERS

<u>Name</u>	<u>Title(s)</u>	<u>Address</u>
Craig Muhlhauser	President	210 Carnegie Center, Suite 500 Princeton, NJ 08540
Nick Iuanow	Vice President and Treasurer	13000 Deerfield Parkway, Building 200 Alpharetta, GA 30004-8532
Stuart Kupinsky	Vice President and Secretary	210 Carnegie Center, Suite 500 Princeton, NJ 08540
Molly Israel	Assistant Secretary	2750 Auburn Road Auburn Hills, MI 48321-4481
Brad Kalter	Assistant Secretary	13000 Deerfield Parkway, Building 200 Alpharetta, GA 30004-8532

DIRECTOR

<u>Name</u>	<u>Address</u>
Craig Muhlhauser	210 Carnegie Center, Suite 500 Princeton, NJ 08540

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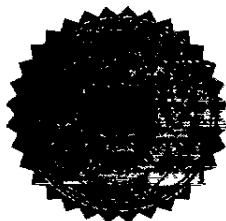
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EXIDE OPERATING, 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 THIRTEENTH DAY OF NOVEMBER, A.D. 2003.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2746366

DATE: 11-13-03

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