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Florida Department of State
Division of Corporations
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From: Account Name : C T CORPORATION SYSTEM
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TALLAHASSEE, FLORIDA

04 AUG 18 AM 10:26

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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Goldline Controls, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

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Corporate Filing

Public Access Help

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. Goldline Controls, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 050365859

(FEI number, if applicable)

4. November 6, 2003

(Date of incorporation)

5. Perpetual

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

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 61 Whitecap Drive, North Kingstown, Rhode Island 02852

(Principal office address)

Same as above.

(Current mailing address)

8. Please see attached sheet.

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, 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

By: Kristen Betz

(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:

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

A. DIRECTORSChairman: Please see attached sheet for all directors.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Please see attached sheet for all officers.

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. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Douglas B. Pickard, Vice President & CFO

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

**APPLICATION FOR AUTHORITY
TO TRANSACT BUSINESS IN FLORIDA**

Item 8, Purpose of corporation:

To engage in the design, development, manufacture and distribution of products for the pool, spa, heating, ventilation and air-conditioning industries and to transact any and all lawful business.

Item A, Directors:Directors:

Maurice Bissonnette, Chairman
Gilbert R. Conover
Douglas B. Pickard
Robert Pickard
Jonathan Keyes
Charles H. Boisseau

Address:

61 Whitecap Drive, No. Kingstown, RI 02852
Same as above
Same as above
Same as above
Same as above
155 South Main Street, Providence, RI 02903

Item B, Officers:Officers:

Gilbert R. Conover - President
Douglas B. Pickard - Vice President-Finance,
Secretary, Treasurer
Barry Brunye - Vice President-Sales
Richard Becker - Vice President-Operations

Address:

61 Whitecap Drive, No. Kingstown, RI 02852
Same as above
Same as above
Same as above
Same as above

Delaware

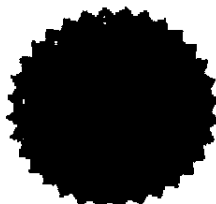
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GOLDLINE CONTROLS, 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 SECOND DAY OF AUGUST, A.D. 2004.

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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3724523 8300

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AUTHENTICATION: 3270601

DATE: 08-02-04