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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUL 18 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Brambles North America Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kelly A. Howley

(Name of Person)

Kilpatrick Stockton LLP

(Firm/Company)

1100 Peachtree Street, Suite 2800

(Address)

Atlanta, GA 30309-4530

(City/State and Zip code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Kelly Howley

(Name of Person)

at (404) 815-6328

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. Brambles North America Incorporated
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Delaware 3. 13-3100503
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/20/1981 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 180 Technology Parkway, Room 600, Norcross, GA 30092
(Principal office address)

180 Technology Parkway, Room 600, Norcross, GA 30092
(Current mailing address)

8. holding company
(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, 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: Joan Bolden JOAN BOLDEN
(Registered agent's signature) 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.

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

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached

Address: _____

Vice President: _____

Address: _____

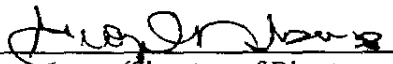
Secretary: _____

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. George D. Nelson, III, Vice President
(Typed or printed name and capacity of person signing application)

BRAMBLES NORTH AMERICA INCORPORATED

Officers and Directors

<u>Name:</u>	<u>Title:</u>	<u>Address:</u>
Melissa L. Schmidt	President, Vice President – Tax & Director	180 Technology Parkway Room 600 Norcross, GA 30092
George D. Nelson, III	Vice President, Secretary, Treasurer & Director	180 Technology Parkway Room 600 Norcross, GA 30092
T. Douglas Duskin	Director	8517 South Park Circle Orlando, FL 32819-9040
Jasper Judd	Director	1 Macquarie Place Level 40, The Gateway Sydney, NSW 2000 Australia
Kerry Porritt	Director	57-59 St. James' Street London, SW1ALD, England
Jason Mordler	Assistant Secretary	180 Technology Parkway Room 600 Norcross, GA 30092
Kelly Howley	Assistant Secretary	1100 Peachtree Street Suite 2800 Atlanta, GA 30309
Daniel T. Falstad	Assistant Secretary	1100 Peachtree Street Suite 2800 Atlanta, GA 30309

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Delaware

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The First State

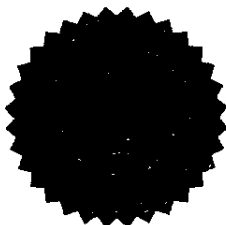
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRAMBLES NORTH AMERICA INCORPORATED" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRAMBLES NORTH AMERICA INCORPORATED" WAS INCORPORATED ON THE TWENTIETH DAY OF NOVEMBER, A.D. 1981.

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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TALLAHASSEE, FLORIDA



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3986879

DATE: 06-29-05