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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-02/01/95 -01028-003
*****70.00 *****70.00

SUBJECT: LINK DEVELOPMENTS, INC
(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:

ALICE P. LESCHNICK
(Name of Person)
LINK DEVELOPMENTS, INC
(Firm/Company)
2111 LAKELAND AVE
(Address)
DONALDSON, NY 11709
(City, State and Zip Code)

gf

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Should you need to call someone concerning this matter, please call:

ALICE P. LESCHNICK at (516) 467-2401
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

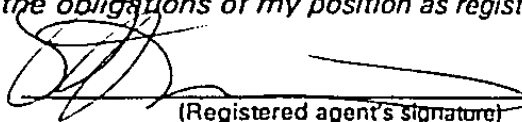
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. LINK DIRECT CONTROLS, 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. NEW YORK
(State or country under the law of which it is incorporated)
3. 11-3325056
(FEI number, if applicable)
4. 5/4/94
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 1/1/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 311 LEXINGTON AVE
ROCKAWAY, NY 10717
(Current mailing address)
8. Distribution center of material re: operators and accessories.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: MARK BUCKETT
Office Address: 5612 Perdixence Park Blvd.
Tampa, Florida, 33611
(Zip Code)

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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.


(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Charles J. Strand

Address: 2111 Lakeland Ave

ROCKY HILL, NY 11779

Vice President: Donald Gorski

Address: Same as above

Secretary: Alice L. Guidice

Address: Same as above

Treasurer: _____

Address: _____

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

13. Alice L. Guidice
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Alice L. Guidice, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of LINK DOOR CONTROLS, INC. was filed 05/04/1994, under the name of LINK GATE CONTROLS, INC., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment of LINK GATE CONTROLS, INC., changing name to LINK DOOR CONTROLS, INC., was filed 05/11/1994.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 23rd day of December
one thousand nine hundred and
ninety-four.



Secretary of State

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CT CORPORATION SYSTEM

208 South LaSalle Street
Chicago, IL 60604
Tel 312 345 4312
Fax 312 750 0660

August 18, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

8000001556028
-08/22/95--01053--02J
*****35.00 *****35.00

Re: Link Door Controls, Inc.
Order #: 358459

Dear Sir/Madam:

We request your assistance in filing a change of agent for the above named corporation with the Secretary of State as soon as possible.

As soon as the document is filed, please call me with confirmation of the filing. Evidence of the filing should be forwarded to my attention by regular mail.

If you have any questions regarding this filing, please call our toll-free number: 1-800-475-1212.

Very truly yours,

Allissa Archer
Allissa Archer
Technical Specialist

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Enclosure(s)

Special Instructions: ENCLOSED PLEASE FIND A SELF-ADDRESSED STAMPED ENVELOPE FOR RETURN OF EVIDENCE UPON FILING.

FILED
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TALLAHASSEE FLORIDA

RA
Chg.
8/25
JB

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
New York submits the following statement in order to change its registered office
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Link Door Controls, Inc.

1b. Date of incorporation May 4, 1994 Document number 8940504000071

2. The name and address of the current registered agent and office:

Mark Puckett

5612 Commerce Park Blvd., Tampa, FL 33610

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

Michael E. Flannery
8/7/95 SIGNATURE
DATE

Michael E. Flannery, Vice President
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, 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 COM-
plete performance of my duties, and I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

C T CORPORATION SYSTEM
SIGNATURE BY: Michael E. Flannery
(Registered Agent)
DATE 08-18-95

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