

TOPSOURCE

F95000001208

February 23, 1995

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

20000114172012
*****78.75 *****78.75

Re: On-Site Analysis, Inc.
Application for Authorization to Transact Business

Dear Sir or Madam:

*****78.75 *****78.75

On behalf of Top Source Technologies, Inc., parent company of On-Site Analysis, Inc., please find enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida.

Also enclosed is a "Certificate of Existence" for On-Site Analysis, Inc. (incorporated in the State of Georgia) and a check in the amount of 78.75 to cover the filing fee, registered agent fee and for a certificate of status.

Please forward all correspondence and material to:

Diana L. Brown, Corporate Paralegal
Top Source Technologies, Inc.
2000 PGA Blvd., Ste. 3200
Palm Beach Gardens, FL 33408

W95-4489

If you need any further information, please contact me at (407) 775-5756. Thank you.

Sincerely,

Diana L. Brown

Diana L. Brown
Corporate Paralegal

/dlb

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
5 APR 14 AM 11:32



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 28, 1995

DIANA L. BROWN
TOP SOURCE TECHNOLOGIES, INC.
2000 PGA BLVD, SUITE 3200
PALM BEACH GARDENS, FL 33408

SUBJECT: ON-SITE ANALYSIS, INC.
Ref. Number: W95000004489

We have received your document for ON-SITE ANALYSIS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 195A00008974

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. On-Site Analysis, 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. 58-2074446
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 07-27-93 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 12-12-94
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 3125 Presidential Parkway, Suite 130
Atlanta, Ga. 30340
(Current mailing address)

8. Lensing of Oil Analysis Equipment
(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: C.T. Corporation

Office Address: 1200 S. Pine Island Road
Plantation, 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.

Tanya M. Villar

(Registered agent's signature)

TANYA M. VILLAR
SPECIAL 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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 14 4:11:33

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

A. DIRECTORS

Chairman: Carlton S. Joyce

Address: 3125 Presidential Pkwy., Suite 130
Atlanta, Ga. 30340

Vice Chairman: _____

Address: _____

Director: Stuart Landow

Address: 450 Park Ave., Suite 2100
New York, New York 10022

Director: James P. Samuels

Address: 2000 PGA Blvd., Suite 3200
Palm Beach Gardens, Fl. 33408

B. OFFICERS

President: Carlton S. Joyce

Address: 3125 Presidential Pkwy., Suite 130
Atlanta, Ga. 30340

Vice President: W. Earl Somerville

Address: 2000 PGA Blvd., Suite 3200
Palm Beach Gardens, Fl. 33408

Secretary: James P. Samuels

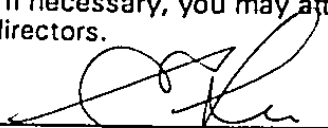
Address: 2000 PGA Blvd., Suite 3200
Palm Beach Gardens, Fl. 33408

Treasurer: James P. Samuels

Address: 2000 PGA Blvd., Suite 3200
Palm Beach Gardens, Fl. 33408

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.

W. Earl Somerville - VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 950400238
CONTROL NUMBER : 9317475
DATE INC/AUTH/FILED: 07/27/1993
JURISDICTION : GEORGIA
PRINT DATE : 02/09/1995
FORM NUMBER : 211

DIANA BROWN
3125 PRESIDENTIAL PKWY
STE 130
ATLANTA GA 30340

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 14 AM 11:33

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ON-SITE ANALYSIS, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

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

This certificate is issued pursuant to 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.



Max Cleland
MAX CLELAND
SECRETARY OF STATE

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta