

F9500002218

April 12, 1995

CT Corporate System
1201 Peachtree Street, NE
Atlanta, GA 30361
404 888 6488
Fax 404 888 6498

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

000001458650
-04/18/95--01038--004
*****70.00 *****70.00

Re: SPATCO ENVIRONMENTAL, INC. (NC)
Order #: 266710

Counsel: Betty G. Smith, LA
Kennedy, Covington, Lobdell & Hickman
100 N. Tryon Street
4200 NationsBank Corporate Center
Charlotte, NC 28202-4006

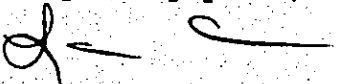
Gentlemen:

As requested by counsel, we enclose for filing a qualification on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to my attention by regular mail.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 800-241-8922.

Very truly yours,


Laura Connor
Customer Specialist

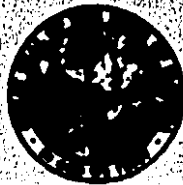
LC/mle

Enclosures

~~WAS-8358~~

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -5 AM 11:04



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 19, 1995

LAURA CONNOR
CT CORPORATION SYSTEM
1201 PEACHTREE ST NE
ATLANTA, GA 30361

SUBJECT: SPATCO ENVIRONMENTAL, INC.
Ref. Number: W95000008358

We have received your document for SPATCO ENVIRONMENTAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A brief description of the entity's nature of business must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Hart Collins
Senior Corporate Section Administrator

Letter Number: 795A00018290

**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. SPATCO Environmental, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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. North Carolina
(State or country under the law of which it is incorporated)
3. December 15, 1994 4. Perpetual
(Date of Incorporation) (Duration)
5. 56-1903158
(Federal Employer Identification number, if applicable)
6. UPON QUALIFICATION
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 917.155, F.S.)
7. 5100 N. I-85, Suite 7, Charlotte, North Carolina 28206
(Current mailing address)
SPATCO Environmental, Inc. will be performing environmental operation and maintenance for Underground Storage Tank sites that have soil and groundwater contamination remediation systems currently in place and operational. Representative samples will be obtained from this equipment and incorporated into periodic reports.
8. Periodic reports.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: Harry Leventis

Address: West Africa House; Hangar Lane; Ealing, London; UK, W53OR

Director
Vice Chairman: George David

Address: 1 King Constantine Avenue, Athens, Greece 10674

Director: Mike G. Pappas

Address: West Africa House; Hangar Lane; Ealing, London; UK, W53OR

Director: Charles T. Closson

Address: 3600 Glenwood Avenue, Suite 107
Raleigh, NC 27612

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DIVISION OF CORPORATIONS
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B. Officers:

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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: _____

C T Corporation System

(Officer)

ALLAN FARNELL, ASSISTANT SECRETARY

(Typed Name and Title of Officer)

12. 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.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Alistair McLaren, President

(Name and capacity of person signing application)

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Officers of
SPATCO Environmental, Inc.**

1. Patrick J. Burns, CEO
4800 N. Graham St.
Charlotte, North Carolina 28269
2. Alistair McLaren, President
4800 N. Graham St.
Charlotte, North Carolina 28269
3. Adeline Christy, Secretary/Treasurer
4800 N. Graham St.
Charlotte, North Carolina 28269

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

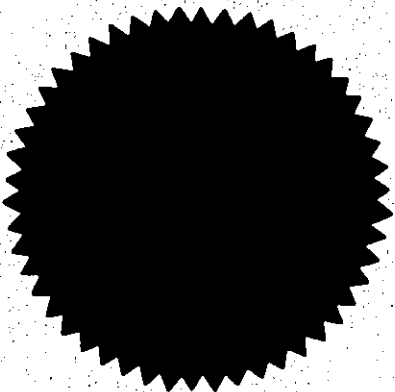
I, RUFUS L. EDMISTEN, *Secretary of State of the State of North Carolina*, do hereby certify that

SPATCO ENVIRONMENTAL, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 15th day of December, 1994, with its period of duration being perpetual.

I FURTHER *certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.*

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 28th day of March, 1995.



Rufus L. Edmisten

Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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