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KELLY A. SWEENEY**
LISA V. TERRY**
MELISSA M. THOMPSON**
EDWARD T. WATERS*

July 3, 1995

By Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

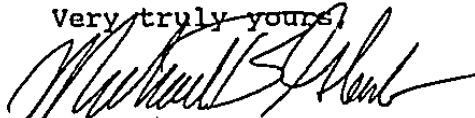
RE: Bilsom Holding USA, Inc.
Bilsom International, Inc.

Dear Sir or Madam:

Please find enclosed an Application for Authorization to Transact Business in Florida, a current certificate of good standing, and a check in the amount of \$122.50 for each of the above-identified District of Columbia corporations. I have also enclosed a duplicate copy of the application for each corporation. I would appreciate your stamping each duplicate copy with the date the applications are filed and returning them to me. Please send any further correspondence regarding this filing to me at the above address.

Thank you for your cooperation and assistance in this matter.

Very truly yours,


Michael B. Glomb

cc: Jerry Smith

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-07/05/95--01081--019
****122.50 ****122.50

W95-13727

700001546047
-07/26/95--01003--001
****700.00 ****700.00

95 JUL 25 PM 1:49
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 7, 1995

MICHAEL B. GLOMB
FELDESMAN, TUCKER, LEIFER, FIDELL & BANK
2001 L STREET, NW, THIRD FL.
WASHINGTON, DC 20036-4910

SUBJECT: BILSOM INTERNATIONAL, INC.
Ref. Number: W95000013727

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SECRETARY OF STATE
JUL 11 1995
PM 1:49

We have received your document for BILSOM INTERNATIONAL, INC. and your check(s) totalling \$122.50. However, the document has not been filed and is being retained in this office for the following:

Section 607.1502(4), 617.1502(4) or 608.502(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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 295A00032965

FELDESMAN, TUCKER, LEIFER, FIDELL & BANK

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EDWARD T. WATERS*

BANA F. DITABEL

*ADMITTED IN MARYLAND
*ADMITTED IN VIRGINIA
*NOT ADMITTED IN D.C.

July 21, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Jennifer Sindt

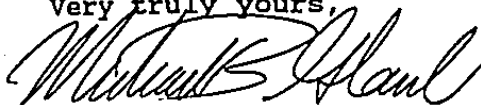
RE: Bilsom International, Inc.
Ref. Number: W95000013727

Dear Ms. Sindt:

Please find enclosed a check in the amount of \$700.00 for the annual report and late filing fee for the above identified corporation. Please return a certified copy of the registration to me at the above address.

Thank you for your assistance in this matter.

Very truly yours,


Michael B. Glomb

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DIVISION OF CORPORATIONS
JUL 25 PM 1:49

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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

1. Bilson International, Inc.
(Name of corporation: the word "INCORPORATION," "COMPANY," 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. District of Columbia
(State or country in which it is incorporated)
3. June 15, 1972
(Date of Incorporation)
4. Perpetual
(Duration)
5. 54-0916899
(Federal Employer Identification number if applicable)
6. April 1994
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155 F.S.)
7. 5300 Region Court, Lakeland, FL 33801
(Current mailing address)
8. Sells hearing protection and industrial safety equipment
(Brief description of the nature of the business in which the corporation is engaged in Florida)

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25 JUL 25 PM 1:49

9. Names and usual business addresses of officers and or directors:

Directors:

Director: Anders Karlsson

Address: c/o Bilsom AB

Box 550 S-260 50

Billesholm, SWEDEN

Director: Bengt Magnemark

Address: c/o Bilsom AB

Box 550 S-260 50

Billesholm, SWEDEN

Director: Erzsébet Jonasson

Address: c/o Bilsom AB

Box 550 S-260 50

Billesholm, SWEDEN

Officers:

President: Anders Karlsson

Address: c/o Bilsom AB

Box 550 S-260 50

Billesholm, SWEDEN

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Vice President: Bengt Magnemark

Address: c/o Bilson AB

Box 550 S-260 50

Billesholm, SWEDEN

Secretary: Erzsébet Jonasson

Address: c/o Bilson AB

Box 550 S-260 50

Billesholm, SWEDEN

Treasurer: Erzsébet Jonasson

Address: c/o Bilson AB

Box 550 S-260 50

Billesholm, SWEDEN

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95 JUL 25 PM 1:49

(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: CT Corporation System

Office Address: 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 named corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of authorized
representative of registered agent:

Kevin J. Gallagher

Kevin J. Gallagher, CTCorporation System, Asst Vice President

12. Attached is a certificate of existence authenticated by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated. (This Certificate cannot be dated more than 90 days prior to delivery of this application to the Department of State.)

13.

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

14.

Anders Karlsson, President
(Name and capacity of person signing application)

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DIVISION OF CORPORATIONS
95 JUL 25 PM 1:49

BILSOM INTERNATIONAL, INC.

DIRECTORS' CONSENT TO ACTION WITHOUT MEETING

The undersigned, being all of the directors of Bilsom International, Inc. ("the corporation"), a District of Columbia corporation, hereby consent, pursuant to Article III, Section 9 of the corporation's bylaws, to the following resolution without a meeting:

RESOLVED that the officers of the corporation are hereby authorized and directed to take all actions necessary and appropriate for the registration of the corporation in the State of Florida as a foreign corporation authorized to conduct business in the State of Florida pursuant to Section 607.1501 *et seq*, Florida Statute.

RESOLVED that CT Corporation System, a corporation authorized to act as registered agent in the State of Florida, is designated and appointed by this corporation as its registered agent in the State of Florida on whom service of process in the courts of the State of Florida may be served in the manner provided by the law of the State of Florida.

A copy of this consent to action without meeting shall be filed with the minutes of proceedings of the board of directors of the corporation and placed in the corporate minute book.


ANDERS KARLSSON


BENGT MAGNEMARK


ERZSÉBET JONASSON

DATE: JUNE 19th, 1995

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DIVISION OF CORPORATIONS
95 JUL 25 PM 1:49

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



C E R T I F I C A T E

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DIVISION OF CORPORATIONS
95 JUL 25 PM 1:19

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the 15TH day of JUNE , 1972 , Articles of Incorporation of:

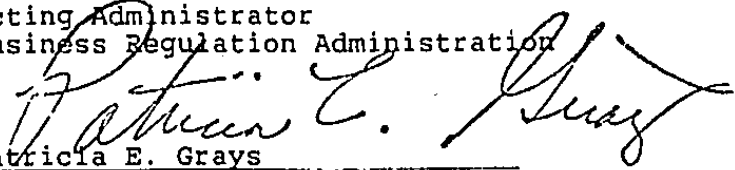
BILSOM INTERNATIONAL, INC.

WE FURTHER CERTIFY that the above named corporation is in Good Standing and is duly incorporated and existing according to the records of the Corporations Division, having filed all annual reports as required by the District of Columbia Business Corporation Act.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this 30TH day of JUNE 1995 .

Hampton Cross
Director

Katherine A. Williams
Acting Administrator
Business Regulation Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Acting

Marion Barry, Jr.
Mayor