

F95000005588

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

7000001600477
-10/05/95 --01001--021
++++78.75 +++++78.75

SUBJECT: B A R C O, Incorporated of Georgia
(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:

Yannick J. Roger Post
(Name of Person)
B A R C O, Incorporated
(Firm/Company)
1000 Cobb Place Blvd., Suite 100
(Address)
Kennesaw, GA 30144
(City, State and Zip Code)

695 19845

11/15

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

Ann Warren at (770) 590 - 7900
(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



RECEIVED

OCT 10 1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 5, 1995

YANNICK J. ROGER POST
B A R C O, INCORPORATED
1000 COBB PLACE BLVD., SUITE 100
KENNESAW, GA 30144

SUBJECT: B A R C O, INCORPORATED
Ref. Number: W95000019845

We have received your document for B A R C O, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

In order to adopt the name B A R C O, INCORPORATED OF GEORGIA, you must use the attached form, "Resolution of Board of Directors." Please complete and sign the form and return it to us.

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) 487-6958.

Lee Rivers
Document Examiner

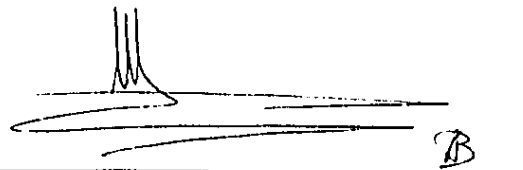
Letter Number: 695A00045221

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Hugo VANDAMME, President and CEO, do hereby certify that this Resolution of the Board of Directors of B A R C O, Incorporated, a corporation duly organized and existing under the laws of the State of Georgia, was duly adopted on 23 October, 19 95.

Resolved, that B A R C O, Incorporated, organized and existing in the State of Georgia, hereby adopts the name B A R C O, Incorporated of Georgia for use in Florida.

Dated: 23 October 1995



Signature of at least one director

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. B A R C O, Incorporated
(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. 58-1708642
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 15, 1986 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01-01-95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1000 Cobb Place Blvd., Suite 100
Kennesaw, GA 30144
(Current mailing address)

8. Sale of Electronic 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: CT Corporation System
Office Address: 1200 South 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.

JENNIFER F AULTMAN
ASSISTANT SECRETARY
(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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Hugo Vandamme

Address: President Kennedypark 35, B-8500 Kortrijk Belgium

Vice Chairman: Frik Dejonghe

Address: President Kennedypark 35, B-8500 Kortrijk Belgium

Director: Antoon Van Petegem

Address: President Kennedypark 35, B-8500 Kortrijk Belgium

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Dany Claeys

Address: 1000 Cobb Place Blvd., Suite 100, Kennesaw, GA 30144

Vice President: _____

Address: _____

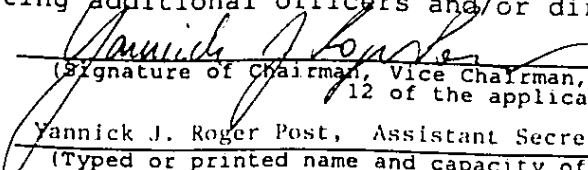
Asst. Secretary: Yannick J. Roger Post

Address: 1000 Cobb Place Blvd., Suite 100, Kennesaw, GA 30144

Treasurer: Antoon Van Petegem

Address: President Kennedypark 35, B-8500 Kortrijk Belgium

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. Yannick J. Roger Post, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 952570750
CONTROL NUMBER : 8700396
DATE INC/AUTH/FILED: 10/15/1986
JURISDICTION : GEORGIA
PRINT DATE : 09/14/1995
FORM NUMBER : 211

B A R C O, INCORPORATED
ANN WARREN
1000 COBB PLACE BLVD STE 100
KENNESAW GA 30144

CERTIFICATE OF EXISTENCE

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

B A R C O, INCORPORATED
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was 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, certificate of cancellation, or any other similar document 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, a statement of commencement of winding up, 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