

1291 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0391 FAX

800-342-8086

F960000000123
CS network
PRINCETON HALL
EDUCATIONAL SERVICES
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 773405 4301225

AUTHORIZATION :

COST LIMIT : \$ 70.00 Patricia P. Pitt

ORDER DATE : December 18, 1995

ORDER TIME : 3:21 PM

ORDER NO. : 773405

CUSTOMER NO: 4301225

500001680355

CUSTOMER: Amy Schwartzberg, Legal Asst
Kaye, Scholer, Fierman, Hays &
425 Park Avenue

New York, NY 10022

11-5

FOREIGN FILINGS

NAME: RECHARGEABLE BATTERY
RECYCLING CORPORATION

☐ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -5 PM 4:38

**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. Rechargeable Battery Recycling Corporation
(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. Delaware
(State or country under the law of which it is incorporated)
3. 54-1714316
(FEI number, if applicable)
4. March 17, 1994
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Business of company to commence on January 1, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2046-A Jefferson Davis Highway, Stafford, VA 22554

(Current mailing address)

8. See Schedule A attached hereto and made a part hereof.
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: Vicki J. [Signature]

(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.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -5 PM 4:38

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: Joseph A. Carcone

Address: c/o 2046-A Jefferson Davis Highway, Stafford, VA 22554

Vice Chairman: Charles Monahan

Address: 2046-A Jefferson Davis Highway, Stafford, VA 22554

Director: Michael McMahon

Address: 2046-A Jefferson Davis Highway, Stafford, VA 22554

Director: William Wildes, Jr. and Ralph A. Millard

Address: 2046-A Jefferson Davis Highway, Stafford, VA 22554

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

President: William Kim Kelley

Address: c/o 2233 N.W. 41st Street, Suite 300

Gainesville, FL 32606

Vice President: Jefferson C. Bagby

Address: c/o 2046-A Jefferson Davis Highway, Stafford, VA 22554

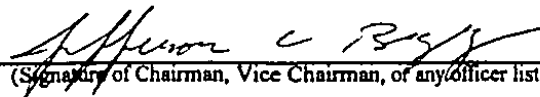
Secretary: JEFFERSON C. BAGBY

Address: (same)

Treasurer: JEFFERSON C. BAGBY

Address: (same)

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. Jefferson C. Bagby, Vice President
(Typed or printed name and capacity of person signing application)

Schedule A

Purposes of the corporation are (a) to promote the social welfare by addressing possible environmental concerns relating to the disposal or recycling of cells, batteries, battery packs and rechargeable consumer products (including educating the public with respect to the disposal or recycling of such items), (b) to collect, store, separate by battery chemistry, transport and arrange for the proper disposal or recycling of cells, batteries, battery packs, and rechargeable consumer products or to arrange for other persons or entities to perform any or all of the aforementioned functions, and to charge fees for such activities, (c) to exercise all specific corporate powers enumerated in Section 122 of the Delaware General Corporation Law, and (d) to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law.

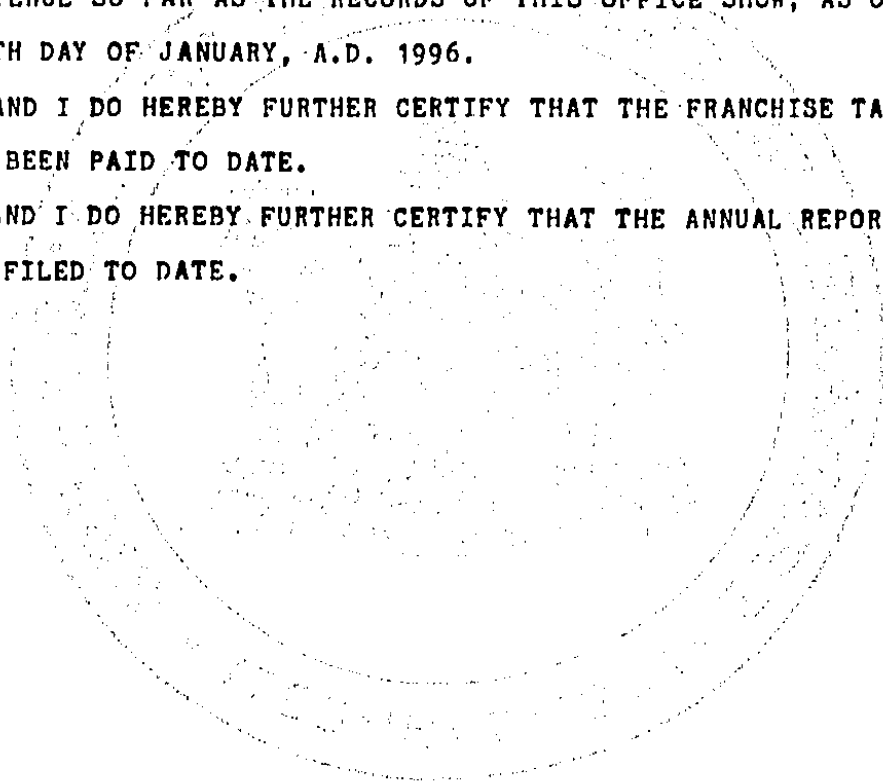
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RECHARGEABLE BATTERY RECYCLING CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF JANUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -5 PM 4:38



Edward J. Freel

Edward J. Freel, Secretary of State

2386798 8300

960003365

AUTHENTICATION: 7778600

DATE: 01-04-96

F96000000123

ACCOUNT NO. : 072100000052

REFERENCE : 345795 7128231

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pyzdek

ORDER DATE : April 28, 1997

ORDER TIME : 11:34 AM

ORDER NO. : 345795-005

8000002156458--0

CUSTOMER NO: 7128231

CUSTOMER: Mr. Jefferson C. Bagby
Rechargeable Battery Recycling
Suite A
2046 Jefferson Davis Highway
Stafford, VA 22554

4/29

W97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 28 PM 3:45 97 APR 29 PM 1:10

FILED

RECEIVED

FOREIGN FILINGS

NAME: RECHARGEABLE BATTERY
RECYCLING CORPORATION

XXXX QUALIFICATION (TYPE: CO)

(CLIENT IS CHANGING FROM A PROFIT TO A NON-PROFIT COMPANY)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 28, 1997

CSC NETWORK
Kathy Drake

RESUBMIT

Please give original
submission date as file date.

SUBJECT: RECHARGEABLE BATTERY RECYCLING CORPORATION
Ref. Number: W97000009787

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The registered agent must sign accepting the designation.

We cannot process 2 separate transactions on 1 invoice. Please include a \$35.00 invoice for the amendment (changing corporation from profit to non-profit) and a \$61.25 invoice for the annual report.

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) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 197A00021909

97010127
97 APR 29 PM 12:12
DIVISION OF CORPORATIONS

F96000000123

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

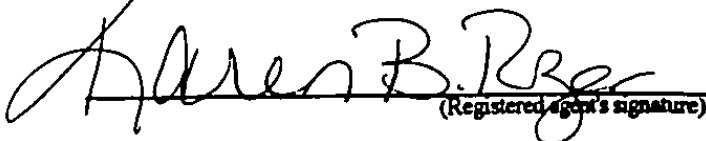
1. RECHARGEABLE BATTERY RECYCLING CORPORATION
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Delaware 3. 54-1714316
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 17, 1994 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1996
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.135, F.S.)
7. 2046A Jefferson Davis Hwy, Stafford, VA 22554
(Current mailing address)
8. See Schedule A attached hereto and made a part hereof.
(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:

Corporation Service Company
(Name)
1201 Hays Street, Suite 105
(Office address)
Tallahassee Florida 32301
(City) (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.


(Registered agent's signature)

Karen B. Rozar, As Its Agent

FILED
97 APR 28 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

PAGE 1 of 3

Chairman: Ralph A. Millard
Address: 2046A Jefferson Davis Hwy
Stafford, VA 22554

Vice Chairman: _____
Address: _____

Director: Joseph A. Carcone
Address: 2046A Jefferson Davis Hwy
Stafford, VA 22554
Director: Charles Monahan
Address: 2046A Jefferson Davis Hwy
Stafford, VA 22554

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97 APR 28 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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

President: Wm. Kim Kelley
Address: 2046A Jefferson Davis Hwy
Stafford, VA 22554

Vice President: Jefferson C. Bagby
Address: 2046A Jefferson Davis Hwy
Stafford, VA 22554

Secretary: Jefferson C. Bagby
Address: 2046A Jefferson Davis Hwy
Stafford, VA 22554
Treasurer: Jefferson C. Bagby
Address: 2046A Jefferson Davis Hwy
Stafford, VA 22554

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)

Jefferson C. Bagby
(Typed or printed name and capacity of person signing application)

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)

PAGE 2 of 3

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Michael McMahon

Address: 2046A Jefferson Davis Hwy

Stafford, VA 22554

Director: William Wilder

Address: 2046A Jefferson Davis Hwy

Stafford, VA 22554

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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)

(Typed or printed name and capacity of person signing application)

FILED
97 APR 28 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

PAGE 3 of 3

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David Gatton

Address: 2046A Jefferson Davis Hwy

Stafford, VA 22554

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

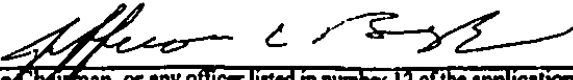
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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)

(Typed or printed name and capacity of person signing application)

FILED
97 APR 28 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Schedule A

Purposes of the corporation are (a) to promote the social welfare by addressing possible environmental concerns relating to the disposal or recycling of cells, batteries, battery packs and rechargeable consumer products (including educating the public with respect to the disposal or recycling of such items), (b) to collect, store, separate by battery chemistry, transport and arrange for the proper disposal or recycling of cells, batteries, battery packs, and rechargeable consumer products or to arrange for other persons or entities to perform any or all of the aforementioned functions, and to charge fees for such activities, (c) to exercise all specific corporate powers enumerated in Section 122 of the Delaware General Corporation Law, and (d) to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law.

97 APR 28 PM 3:45
SECURITY DIVISION
TALLAHASSEE, FLORIDA