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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

National Sales + Service, Inc.

800001865628
-06/18/96--01117--028
*****70.00 *****70.00

800001865628
-06/18/96--01117--028
*****8.75 *****8.75

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6-18

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. National Sales & Service, 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. Delaware

(State or country under the law of which it is incorporated)

3. 42-1454613

(FEI number, if applicable)

4. April 11, 1996

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 200 First St. - Suite 1700, Cedar Rapids, Iowa 52401-2067

(Current mailing address)

8. Sales and Service

(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 System

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

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

TIMOTHY E. CARLSON
ASSISTANT SECRETARY

(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

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. Mary C. Wade
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Assistant
14. Mary C. Wade, Secretary
(Typed or printed name and capacity of person signing application)

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NATIONAL SALES & SERVICE, INC.

DIRECTORS

Nelson Peltz (1)
Peter W. May (1)
Ronald D. Pallughi (2)

OFFICERS

Ronald D. Pallughi (2)	President and Chief Executive Officer
Laurie B. Crawford (2)	Senior Vice President--Administration, General Counsel and Assistant Secretary
Ronald R. Romlnlecki (2)	Senior Vice President and Chief Financial Officer
Francis T. McCarron (1)	Senior Vice President--Taxes
William Daly (2)	Vice President--Operations, East
Thomas E. Shultz (1)	Vice President and Treasurer
Stuart I. Rosen (1)	Secretary
Robert J. Crowe (1)	Assistant Vice President--Taxes
Mary C. Wade (1)	Assistant Secretary

As of June 6, 1996

- (1) 900 Third Avenue
New York, N.Y. 10022
- (2) 200 First Street, S.E.
Cedar Rapids, Iowa 52401-2067

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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 "NATIONAL SALES & SERVICE, INC." 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 FOURTEENTH DAY OF JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel, Secretary of State

2602196 8300

960174630

AUTHENTICATION:

7987352

DATE:

06-14-96