

F9600004400
SANITROL SYSTEMS, INC.
970 South Dixie Highway, Suite 670
Miami, Florida 33156
Phone: (305) 670-2915 * Fax: (305) 670-6069

August 16, 1996

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

RE: Application by Foreign Corporation for Authorization to Transact Business in Florida

Enclosed, please find (1) completed application for registration of Sanitrol Systems, Inc., a Delaware Corporation, to transact business in Florida, (2) original certificate of existence and (3) a check in the amount of \$78.75 to cover filing fee (\$35.00), Registered Agent Designation Fee (\$35.00) and \$8.75 for a certificate of status, and (3) this transmittal letter (per conversation with your dept. August 16, 1996).

Please send registration and certificate to the following address:

SANITROL SYSTEMS, INC.
9700 S. Dixie Highway, Ste. 670
Miami, Florida 33156

Thank you for your attention to this matter.

Sincerely,

E. Gayle Weston
E. Gayle Weston
Secretary/Treasurer

enclosures

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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. SANITROL SYSTEMS, 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. 58-2253606

(FEI number, if applicable)

4. 8/14/96

(Date of incorporation)

5. PERPETUAL

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

6. Anticipate August, 1996

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.105, F.S.)

7. 9700 South Dixie Highway, Suite 670

Miami, Florida 33156

(Current mailing address)

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8. Research & Development

(Purposes) 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: E. Gayle Weston

Office Address: 9700 S. Dixie Highway, Suite 670

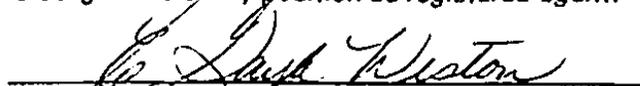
Miami,

Florida, 33156

(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)

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: LAWRENCE M. GREEN

Address: 9700 S. Dixie Highway, Suite 670

Miami, Florida 33156

Vice Chairman: _____

Address: _____

Director: E. Gayle Weston

Address: 9700 S. Dixie Highway, Suite 670

Miami, Florida 33156

Director: _____

Address: _____

B. OFFICERS

President: Lawrence M. Green

Address: 9700 S. Dixie Highway, Suite 670

Miami, Florida 33156

Vice President: _____

Address: _____

Secretary: E. Gayle Weston

Address: 9700 S. Dixie Highway, Suite 670

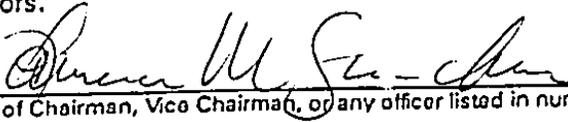
Miami, Florida 33156

Treasurer: E. Gayle Weston

Address: 9700 S. Dixie Highway, Suite 670

Miami, Florida 33156

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. LAWRENCE M. GREEN, PRESIDENT
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SANITROL SYSTEMS, 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 NINETEENTH DAY OF AUGUST, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SANITROL SYSTEMS, INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF AUGUST, A.D. 1996.

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

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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8073170

DATE:

08-19-96