

F96000004945

12 Peachtree Street, NE
Atlanta, GA 30361
Tel. 404 888 7790
Fax 404 888 6499

August 29, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

W96-18802
2000019315.02
-03/04/96 -01114-003
*****70.00 *****70.00

Re: North Bros., Inc.
Order #: 597564

Counsel: National Service Industries, Inc.

Gentlemen:


As requested by counsel, we enclose for filing qualification forms on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: (800) 241-8922.

Thank you for your attention to this matter.

Very truly yours,


Mary Lou Mulkeen
Customer Specialist

/mlm

Enclosure(s)

FILED
96 SEP 26 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 9, 1996

**MARY LOU MULKEEN
CT CORPORATION SYSTEM
1201 PEACHTREE ST NE
ATLANTA, GA 30361**

**SUBJECT: NORTH BROS., INC.
Ref. Number: W96000018802**

We have received your document for NORTH BROS., INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 896A00041872

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned David Levy (Name), do hereby certify

that this Resolution of the Board of Directors of North Bros., Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware


was duly adopted on September 17, 1996

Be it resolved, that North Bros., Inc. (Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name

North Bros., Inc. of Georgia for use in Florida.

Dated: September 17, 1996


Signature of either Chairman, Vice Chairman or any officer
David Levy, Executive Vice President

Type or print name

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TALLAHASSEE, FLORIDA

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. North Bron., 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. 58-2227629
(FEI number, if applicable)
4. March 26, 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 617.156, F.S.))
7. 1420 Peachtree St., N.E., Atlanta, Georgia 30309-3002

(Current mailing address)
8. See attached purpose clause
(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

By: [Signature]

(Registered agent's signature) (Officer)

ALLAN FARNELL, ASSISTANT SECRETARY

(Type Name and Title of Officer)

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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:

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: _____

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TALLAHASSEE, FLORIDA

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)

14. _____

David Levy, Executive Vice President

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

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TALLAHASSEE, FLORIDA

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
North Bros., Inc.**

Specialty construction and materials distribution, including related services and products. To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**NORTH BROS., INC.
OFFICERS AND DIRECTORS**

NAME	TITLE	ADDRESS
James S. Bulloun	Chairman, CEO	1420 Peachtree Street, NE, Atlanta, GA 30309
G. Dennis Harris, Jr.	President	3250 Woodstock Road, SE, Atlanta, Georgia 30316
Don W. Hubble	Executive Vice President and Director	1420 Peachtree Street, NE Atlanta, Georgia 30309
David Levy	Executive Vice President, Administration and Counsel and Director	1420 Peachtree Street, NE Atlanta, Georgia 30309
Stewart A. Searle	Senior Vice President, Planning and Development	1420 Peachtree Street, NE Atlanta, Georgia 30309
Mark Bachmann	Vice President and Controller	1420 Peachtree Street, NE Atlanta, Georgia 30309
F. Andrew Logue	Staff Vice President - Human Resources	1420 Peachtree Street, NE Atlanta, Georgia 30309
Melissa K. Meder	Vice President, Taxes	1420 Peachtree Street, NE Atlanta, Georgia 30309
Robert J. Mello	Staff Vice President -Auditing	1420 Peachtree Street, NE Atlanta, Georgia 30309
Kenyon W. Murphy	Vice President, Secretary & Assistant Counsel	1420 Peachtree Street, NE Atlanta, Georgia 30309
Chester J. Popkowski	Vice President & Treasurer	1420 Peachtree Street, NE Atlanta, Georgia 30309
Bruce E. Dunkley	Assistant Vice President & Assistant Controller -Financial Analysis	1420 Peachtree Street, NE Atlanta, Georgia 30309
Helen D. Haines	Assistant Vice President & Assistant Controller - Financial Reporting	1420 Peachtree Street, NE Atlanta, Georgia 30309

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FBI - ATLANTA

NORTH BROS. INC.
OFFICERS AND DIRECTORS CONTINUED

Donald A. Hundeby	Assistant Vice President, Employee Benefits	1420 Peachtree Street, NE Atlanta, Georgia 30309
Carol Ellis Morgan	Assistant Vice President, Assistant Secretary and Associate Counsel	1420 Peachtree Street, NE Atlanta, Georgia 30309
Margaret Shelfer	Assistant Vice President - Taxes	1420 Peachtree Street, NE Atlanta, Georgia 30309
William E. Stratton	Assistant Vice President - Claims Administration	1420 Peachtree Street, NE Atlanta, Georgia 30309
W. Russell Watson	Assistant Treasurer	1420 Peachtree Street, NE Atlanta, Georgia 30309

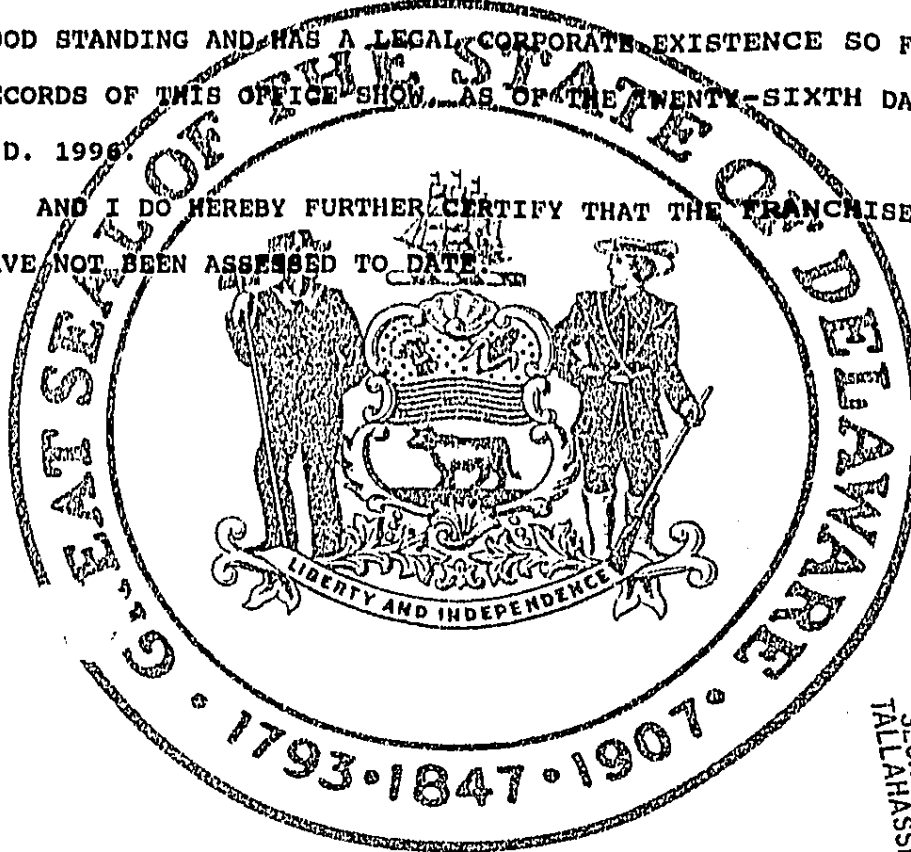
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36 SEP 26 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 "NORTH BROS., 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 TWENTY-SIXTH DAY OF JULY, A.D. 1996.

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



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96 SEP 26 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2604547 8300

960218201

AUTHENTICATION:

DATE:

8043236

07-26-96

Document Number Only

F96000004945

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

300002120453--9

-03/21/97--01056--011

*****35.00 *****35.00

CORPORATION(S) NAME

North Bras., Inc. of Georgia

Changed name to:

NSI Ventures, Inc

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☒ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ After 4:30

☒ Pick Up

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

3/21/97

File 1st

4/15

Jon
Name
Change

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 24, 1997

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: NORTH BROS., INC. OF GEORGIA
Ref. Number: F9600004945

We have received your document for NORTH BROS., INC. OF GEORGIA and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

This document is O.K. for filing, however, the document to be filed immediately after this one needs correction. Please make the corrections and resubmit the documents together.

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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 397A00014600

*please
file &
backdate*

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR 21 PM 3:06

FILED

SECTION I (1-3 must be completed)

1. North Bros., Inc. of Georgia
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: September 26, 1996

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

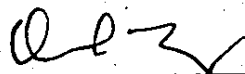
February 28, 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

NSI Ventures, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



Signature
Name and Title DBB

David Levy
Executive Vice President,
Administration and Counsel

(FLA. - 2251 - 3/19/93)

March 21, 1997

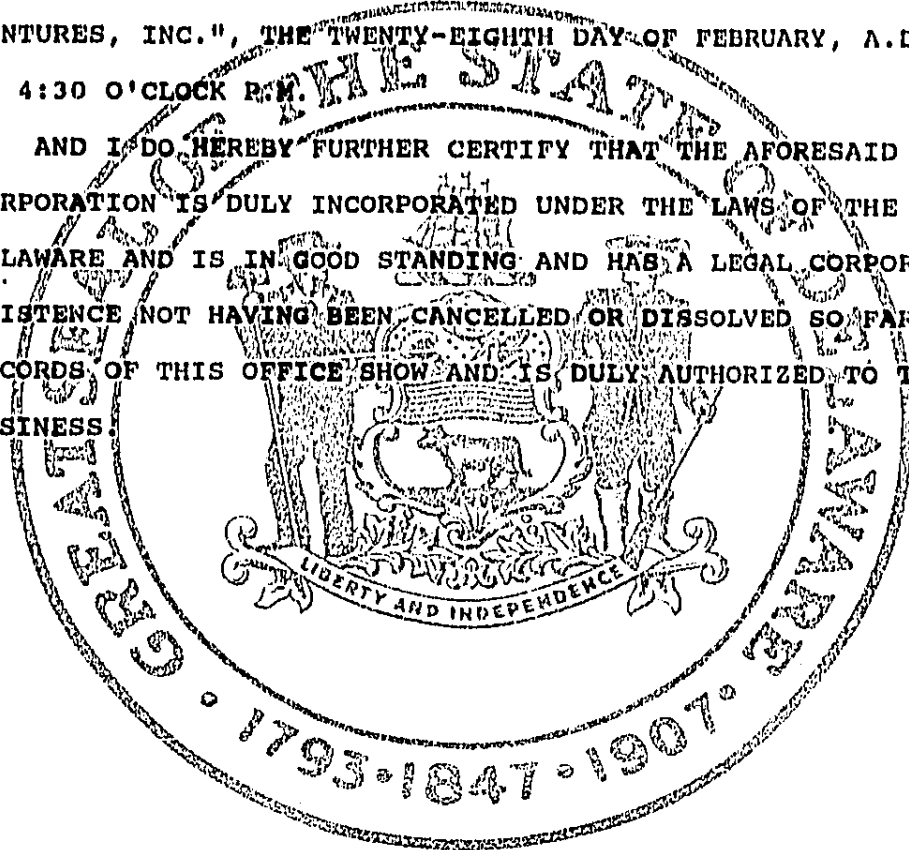
Date

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 THAT THE SAID "NORTH BROS., INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "NSI VENTURES, INC.", THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 1997, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

2604547 8320

971085553

AUTHENTICATION:

DATE:

8375799

03-17-97