

1201 HAYS STREET
TALLAHASSEE, FL 32304-2007
904/939-0393
800-1-8086
F96000006338



PRENCE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 174414 4805310

AUTHORIZATION

COST LIMIT : \$ 70.00

Patricia Pizant

ORDER DATE : December 3, 1996

ORDER TIME : 10:18 AM

ORDER NO. : 174414-015

200002020772--4

CUSTOMER NO: 4805310

CUSTOMER: Jonathan Levi, Legal Assistant
Dickstein Shapiro Morin &
2101 L Street, N.w.

Washington, DC 20037

FOREIGN FILINGS

NAME: TITAN TOOL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC -5 AM 11:55

RECEIVED
96 DEC -5 AM 11:24
DIVISION OF CORPORATION

46
12/5

**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. Titan Tool, 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 3. 13-3615127
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 3, 1991 5. perpetual
(Date of incorporation) (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 817.155, F.S.)
7. 1013 Centre Road
Wilmington, DE 19805-1297
(Current mailing address)
8. Manufacture of paint spraying systems
(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: Corporation Service Company

Office Address: 1201 Hays Street

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.

By: Carol K. Dolor Carol K. Dolor Assistant Vice-President
(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: Samuel A. Hamacher
Address: Harbour Group Industries, Inc., 7701 Forsyth Blvd.
Suite 600, St. Louis, MO 63105
Vice Chairman: _____
Address: _____
Director: Robert W. Hull
Address: Harbour Group Industries, Inc., 7701 Forsyth Blvd.
Suite 600, St. Louis, MO 63105
Director: James C. Janning
Address: Harbour Group Industries, Inc., 7701 Forsyth Blvd.
Suite 600, St. Louis, MO 63105

B. OFFICERS

President: Dean C. Harrison
Address: Harbour Group Industries, Inc., 7701 Forsyth Blvd.
Suite 600, St. Louis, MO 63105
Vice President: Robert W. Hull
Address: Harbour Group Industries, Inc., 7701 Forsyth Blvd.
Suite 600, St. Louis, MO 63105
Secretary: Assistant Secretary: William A. Schmalz
Address: Harbour Group Industries, Inc., 7701 Forsyth Blvd.
Suite 600, St. Louis, MO 63105
Treasurer: Michael Joyce
Address: Harbour Group Industries, Inc., 7701 Forsyth Blvd.
Suite 600, St. Louis, MO 63105

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. William A. Schmalz
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. William A. Schmalz, Assistant Secretary
(Typed or printed name and capacity of person signing application)

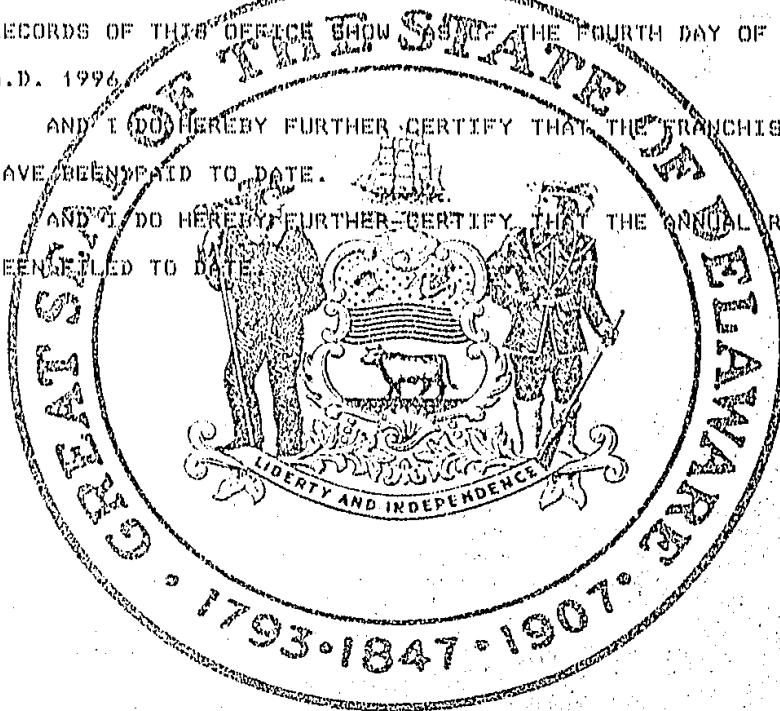
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TITAN TOOL, 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 FOURTH DAY OF DECEMBER, 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.



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Edward J. Freel

Edward J. Freel, Secretary of State

2262048 8300

960353604

AUTHENTICATION:

DATE:

8220570

12-04-96