

F97000005617

CORPORATION SYSTEM

815 Superior Avenue, NE
Cleveland, OH 44114
Tel. 216 621 4270
Fax 216 621 4059

October 22, 1997

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

FILED
97 OCT 24 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Wami Sales, Inc.
Order #: 1031934

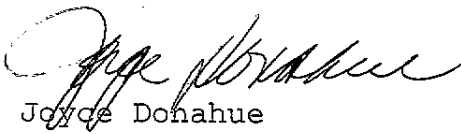
Ladies/Gentlemen:

We enclose for filing Application for Authorization 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: 800-221-0556.

Very truly yours,



Joyce Donahue
Sr. Customer Specialist

jd
Enclosure(s)

8000002328038--3
-10/23/97--01069--005
*****70.00 *****70.00

2f 10/24

Special Instructions: Self addressed return envelope enclosed for your convenience.

**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:

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1. WAMI SALES, 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. 31-1547073

(FEI number, if applicable)

4. May 13, 1997

(Date of incorporation)

5. Perpetual

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

6. upon filing

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

7. 24460 Aurora Road, Bedford Heights, Ohio 44146

(Current mailing address)

8. Wholesale distribution of plumbing and hardware products

(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

James A. Donahue
(Registered agent's signature) (Officer)

James A. Donahue, Asst. Secretary

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: Arnold Waxman

Address: 24460 Aurora Road
Bedford Heights OH 44146

Vice Chairman: Melvin Waxman

Address: 24460 Aurora Road
Bedford Heights OH 44146

Director: _____

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.

Mark Wester
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Mark Wester Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

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

**Officers of
WAMI SALES, INC.**

1. Melvin Waxman, Chairman
24460 Aurora Road
Bedford Heights, Ohio 44146
2. Armond Waxman, Vice Chairman
24460 Aurora Road
Bedford Heights, Ohio 44146
3. Anthony Penn, President
24460 Aurora Road
Bedford Heights, Ohio 44146
4. Mark Wester, Secretary/Treasurer
24460 Aurora Road
Bedford Heights, Ohio 44146

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TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WAMI SALES, 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 TWENTIETH DAY OF OCTOBER, A.D. 1997.

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



Edward J. Freel
Edward J. Freel, Secretary of State

2750583 8300

971352277

AUTHENTICATION:

DATE:

8709825

10-20-97

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97 OCT 24 AM 11:15

SECRETARY OF STATE
DELAWARE