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Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City State Zip Phone

100002392861--6
-01/07/98--01080--007
****131.25 ****131.25

CORPORATION(S) NAME

E. I. Acquisition, Corp.

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WL 1/7

(X) Profit
( ) NonProfit
( ) Limited Liability Co.
(X) Foreign

( ) Amendment
( ) Dissolution/Withdrawal

( ) Merger
( ) Mark

( ) Limited Partnership
( ) Reinstatement

( ) Annual Report
( ) Reservation

( ) Other
( ) Change of R.A.
( ) Fictitious Name Filing

(X) Certified Copy

( ) Photo Copies

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( ) Call When Ready
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Acknowledgment	
W.P. Verifier	

JAN 07 1998

Thanks,
Jeff

CR2E031 (1-89)

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. E.I. ACQUISITION, CORP.
(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. 52-2070869
(FEI number, if applicable)

4. JULY 9, 1997
(Date of Incorporation)

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

6. JANUARY 12, 1998
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.))

7. 1890 South 14th Street, Suite 201
Amelia Island, Florida 32034
(Current mailing address)

8. All purposes for which corporations are authorized to do business in the State of Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

Connie Bryan
(Registered agent's signature) (Officer)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY
(Type Name and Title of Officer)

(FL. - 2189 - 9/29/97)

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: John J. Fennessey

Address: 1890 South 14th Street, Suite 201
Amelia Island, Florida 32034

Vice Chairman:

Address:

Director: James D. Jung

Address: 222 East Broad Street
Granville, Ohio 43023

Director: K. Wayne Long

Address: 6501 Erdman Avenue
Baltimore, Maryland 21201

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B. OFFICERS

President: K. Wayne Long

Address: 6501 Erdman Avenue
Baltimore, Maryland 21201

Vice President: William P. Gibbons

Address: 1525 Leader Building
Cleveland, Ohio 44114-1444

Secretary: Cheryl A. Hawkins

Address: 1890 South 14th Street, Suite 201
Amelia Island, Florida 32034

Treasurer: James D. Jung

Address: 222 East Broad Street

Granville, Ohio 43023

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

13. William P. Gibbons

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

14. William P. Gibbons, Vice President

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

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(FL. - 2189)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "E. I. ACQUISITION CORP." 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 FIFTH DAY OF JANUARY, A.D. 1998.

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

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AUTHENTICATION: 8847176

981002234

DATE: 01-05-98