

F980000000397

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Toefco Engineered Coating Systems Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

4000002328764--8
-10/24/97--01033--001
*****78.75 *****78.75

Mark H. McElwee
(Name of Person)

Toefco Engineered Coating Systems, Inc.
(Firm/Company)

W97-24252

301 NW Hogan St
(Address)

Port St. Lucie FL 34983
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Art McElwee at (616) 683-0188
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 AM 9:20
1/23

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

filed per Hait



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 24, 1997

MARK H. MCELWEE
TOEFCO ENGINEERED COATING SYSTEMS, INC.
301 NW HOGAN ST.
PORT ST. LUCIE, FL 34983

SUBJECT: TOEFCO ENGINEERING, INC.
Ref. Number: W97000024252

We have received your document for TOEFCO ENGINEERING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name in line 1 of your application must match exactly the name listed on your certificate of existence, a highlighted copy of which is enclosed. If you would like to do business in Florida under a different name, you must file an application for a Fictitious Name; such an application will be mailed to you under separate cover. A Fictitious Name in Florida is similar to an Assumed Business Name in Michigan.

Please note that we are returning your certificate of Assumed Business Name, as it is not necessary for this filing.

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 (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 897A00051872

**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. Toefco Engineering, 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. Michigan 3. 38-3190497
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 18, 1994 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. 1220 North 14th Street
Niles, Michigan 49120-1897
(Current mailing address)

8. Coating service specializing in the application of industrial engineered coating
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Mark H. McElwee

Office Address: 301 N. W. Hogan

Port St. Lucie, Florida, 34983
(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.

Mark H. McElwee
(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.

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12: Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Arthur H. McElwee

Address: 16632 Norwich Drive, Granger, Indiana 46530

Vice Chairman: _____

Address: _____

Director: Patricia A. McElwee

Address: 16632 Norwich Drive, Granger, Indiana 46530

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Arthur H. McElwee

Address: 16632 Norwich Drive
Granger, Indiana 46530

Exec Vice President: Patricia A. McElwee

Address: 16632 Norwich Drive
Granger, Indiana 46530

Secretary: _____

Address: _____

Treasurer: _____

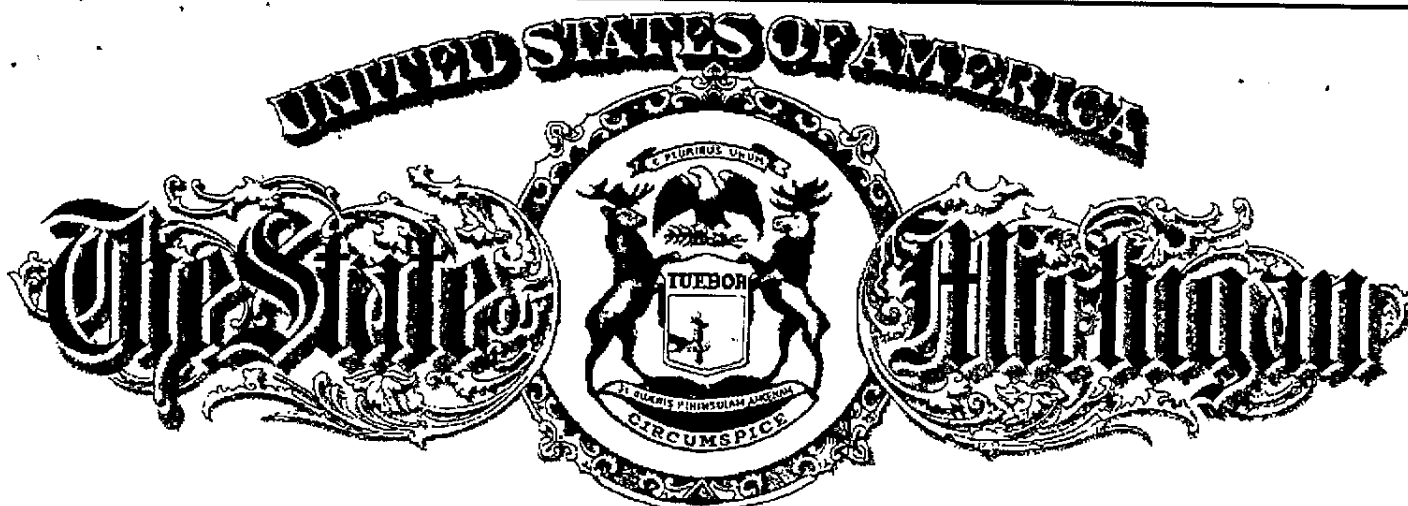
Address: _____

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

13. Arthur H. McElwee
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Arthur H. McElwee, President/CEO
(Typed or printed name and capacity of person signing application)

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

TOEFCO ENGINEERING, INC.

was incorporated on August 18, 1994, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 13th day
of August, 1997.

Craig B. Newell

, Acting Director

Corporation, Securities and Land Development Bureau

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