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February 9, 1998

Also Admitted in Mississippi
**Also Admitted in Texas
***Also Admitted in Washington, D.C.

Marion G. Evans (1877-1957)
Jack Petree (1921-1973)

Charles P. Cobb (Retired)
Elwood L. Edwards (Retired)

Corporation Division
Florida Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

Federal Express

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-02/10/98--01077--003
*****70.00 *****70.00

Re: Meramec Specialty Company

Dear Sir/Madam:

Please find enclosed the Application by Foreign Corporation for Authorization to Transact Business in Florida for the above referenced entity. I have also enclosed our check in the amount of \$70.00 payable to the Florida Secretary of State to cover the filing fees.

If you are unable to file this document for any reason, please call me at the above number. **Please mail the evidence of filing to my attention at the above address.** Thank you!

Sincerely,
EVANS & PETREE

Stacey G. Stephens

Stacey G. Stephens, CLA
Legal Assistant to Richard E. M. Nichol, Jr.

Enc.

:sgs

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DIVISION OF CORPORATIONS
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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. Meramec Specialty Company
(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. Missouri 3. 43-0762804
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 2, 1960 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Meramec has never transacted business in Florida.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. P.O. Box 1150
West Memphis, AR 72301
(Current mailing address)

8. See attached Exhibit A
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

See attached letter
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Mark R. Loyd

Address: 381 Front Street

West Memphis, AR 72301

Director: Thomas R. Dixon

Address: 333 Arnold Crossroads

Arnold, MO 63010

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

President: Mark R. Loyd

Address: 381 Front Street

West Memphis, AR 72301

Vice President: _____

Address: _____

Secretary: Thomas R. Dixon

Address: 333 Arnold Crossroads

Arnold, MO 63010

Treasurer: Thomas R. Dixon

Address: _____

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

13. Mark R. Loyd
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mark R. Loyd, President
(Typed or printed name and capacity of person signing application)

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ACCEPTANCE OF APPOINTMENT

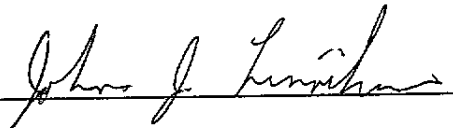
RE: MERAMEC SPECIALTY COMPANY

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: January 13, 1998

C T CORPORATION SYSTEM

By



John J. Linnihan
Assistant Vice President

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EXHIBIT A

**PURPOSE OF
MERAMEC SPECIALTY COMPANY**

The purposes for which the corporation is organized are as follows:

- (a) To buy and sell, make and manufacture or otherwise acquire or dispose of any and all manner of personal property including, but not by way of limitation, fireworks of all kinds and descriptions; to act as agent, broker, factor, distributor or jobber for any and all types of personal property and to carry on all of the above business or any other business connected therewith, wherever the same may be permitted by the laws of this State, as fully and with all powers that the laws of this State confer upon corporations and organizations; and to do any and all things needed or proper in carrying out and accomplishing any of the above mentioned purposes, or any part thereof, not inconsistent with the Constitution and laws of the State of Missouri.
- (b) To buy, sell and otherwise acquire, own, hold, use, manage, improve, maintain, develop, sell, rent, mortgage, transfer or exchange real estate of any kind or nature used in connection with, or incidental to, this corporation.
- (c) To purchase, acquire, hold, transfer and dispose of stocks, bonds, mortgages, notes, contracts and other evidences of indebtedness of any person or corporation, and to issue, execute and deliver and exchange therefor its stocks, bonds, mortgages, notes and other obligations, and to do all other such things conducive to the objects herein set forth.

To carry on all of the above businesses or any other business connected therewith, wherever the same may be permitted by the law of this State, as fully and with all the powers that the laws of this State confer upon corporations and organizations; and to do any and all things needed or proper in carrying out and accomplishing any of the above mentioned purposes or any part thereof, not inconsistent with the Constitution and the laws of the State of Missouri.

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DIVISION OF CORPORATIONS

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

98 FEB 10 PM 3:31

DIVISION OF CORPORATIONS

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT
MERAMEC SPECIALTY COMPANY

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 2ND DAY OF JUNE, 1960, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 21ST DAY OF JANUARY, 1998.

Rebecca McDowell Cook
Secretary of State

