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ACCOUNT NO. : 072100000032

REFERENCE : 702082 4718168

AUTHORIZATION : Patricia Pajito

COST LIMIT : \$ 70.00

ORDER DATE : February 10, 1998

ORDER TIME : 9:39 AM

ORDER NO. : 702082-025

CUSTOMER NO: 4718168

CUSTOMER: Mary Larue, Legal Assistant
Berwind Corporation--legal
3000 Centre Sq West
1500 Market St
Philadelphia, PA 19102

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FOREIGN FILINGS

398-3285

NAME: SLC TECHNOLOGIES, INC.

700002429867--4

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DANIEL LEGGETT

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DIVISION OF CORPORATIONS
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2/16



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 13, 1998

CSC

SUBJECT: SLC TECHNOLOGIES, INC.
Ref. Number: W98000003285

RESUBMIT

Please give original
submission date as file date.

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 598A00008449

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. SLC Technologies, 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. 52-2272734
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/5/93 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. 12345 S. W. Leveton Drive
Tualatin, OR 97062
(Current mailing address)

8. Distribute key cards and accessories
(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: 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.

Corporation Service Company

By: Carol K. Dolor CAROL K. DOLOR
(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: (Street address **ONLY**- P.O. Box **NOT** acceptable)

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

Chairman: see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

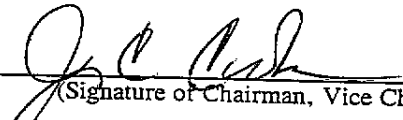
Treasurer: _____

Address: _____

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

13. _____



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

J. C. COOK, VICE PRESIDENT

14. _____

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

DIRECTORS OF SLC TECHNOLOGIES, INC.

C. G. Berwind, Jr.
3000 Centre Square West
1500 Market St.,
Philadelphia, PA. 19102

K. L. Boyda
12345 S. W. Leveton Drive
Tualatin, OR 97062

E. F. Kosnik
3000 Centre Square West
1500 Market St.
Philadelphia, PA 19102

J. L. Hamling
One Lakeview Place
25 Century Blvd, Suite 305
Nashville, TN 37214

OFFICERS OF SLC TECHNOLOGIES, INC.

Chairman of the Board	J. L. Hamling One Lakeview Place 25 Century Blvd, Suite 305 Nashville, TN 37214
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President & CEO	K. L. Boyda 12345 S. W. Leveton Drive Tualatin, OR 97062
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Vice President	J. C. Cook 3000 Centre Square West 1500 Market St. Philadelphia, PA 19102
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Secretary & Treasurer	J. R. Logan 1510 Tate Blvd., S.E. Hickory, N.C. 28603
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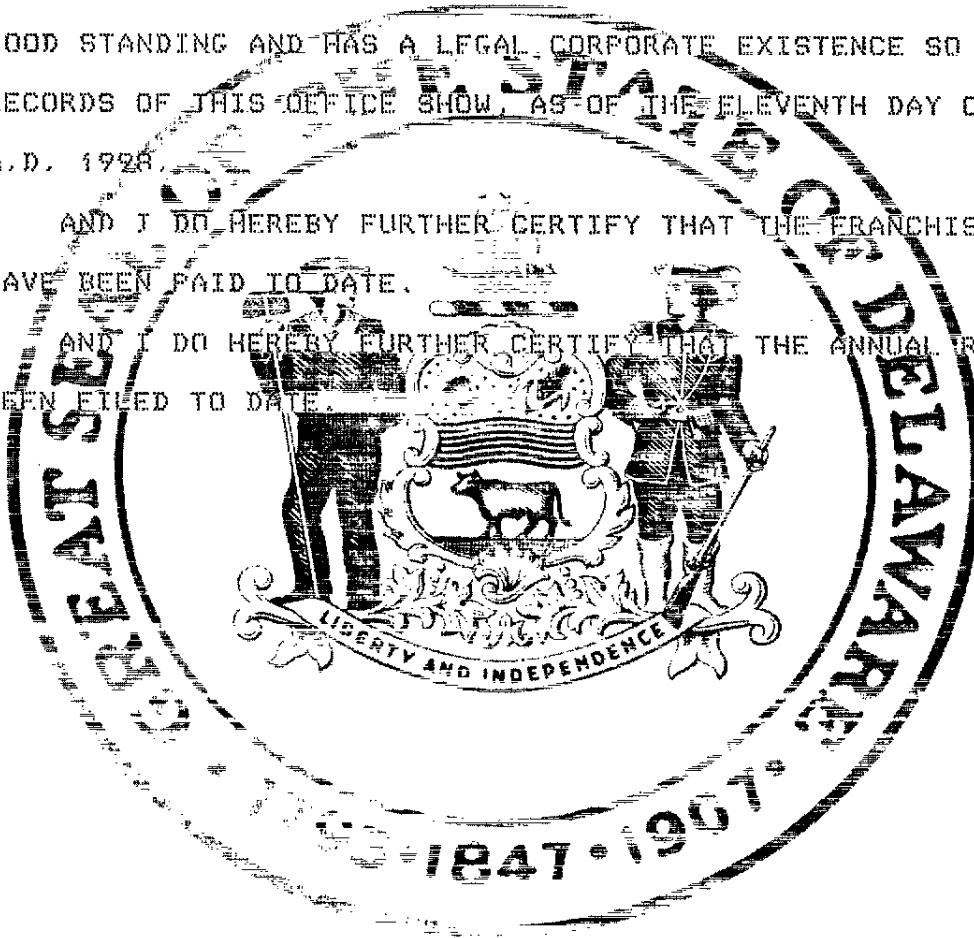
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SLC TECHNOLOGIES, 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 ELEVENTH DAY OF FEBRUARY, A.D. 1998.

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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

2328070 8300

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AUTHENTICATION:

8914328

DATE:

02-11-98