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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

600002437586--1

-02/23/98-01051-013

*****78.75 *****78.75

CORPORATION(S) NAME

Jones + Frank Corporation

DIVISION OF CORPORATION

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2/23

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. JONES & FRANK CORPORATION
(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. VIRGINIA 3. 54-0887401
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. FEBRUARY 18, 1971 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist "perpetual")

6. PLAN TO TRANSACT BUSINESS AS SOON AS INCORPORATED
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. CORP. HQtrs: 1300 INGLESIDE ROAD - NORFOLK, VA. 23502

BRANCH OFFICE: 2910 DEERWATER TERMINAL ROAD - RICHMOND, VA. 23234
(Current mailing address)

8. SALES, SERVICE & INSTALLATION OF FLUID HANDLING EQUIPMENT
(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: C.T. 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.

Connie Bryan **CONNIE BRYAN**
(Registered agent's signature) **SPECIAL ASSISTANT 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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: O. L. EVERETT
Address: 1300 INGLESIDE ROAD
NORFOLK, VA. 23502
Vice Chairman: J. H. PRENTISS, JR.
Address: 1300 INGLESIDE ROAD
NORFOLK, VA 23502
Director: TOM A. BENDUE
Address: 1300 INGLESIDE ROAD
NORFOLK, VA. 23502
Director: DAVID L. OWEN
Address: ~~1300~~ 2910 DEEPWATER TERMINAL ROAD
Richmond, VA 23234

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

President: TOM A. BENDUE
Address: 1300 INGLESIDE ROAD
NORFOLK, VA. 23502
Vice President: L. W. SPANGLER
Address: 150 FORT COLLIER ROAD
WINCHESTER, VA. 22603
Secretary: J. H. PRENTISS, JR.
Address: 1300 INGLESIDE ROAD
NORFOLK, VA. 23502
Treasurer: RALPH R. CROSS
Address: 1300 INGLESIDE ROAD
NORFOLK, VA. 23502

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

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

14. RALPH R. CROSS
(Typed or printed name and capacity of person signing application)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

JONES & FRANK CORP. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is February 18, 1971.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: February 20, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission