



F98000001939

ACCOUNT NO. : 072100000032

REFERENCE : 760574 7147916

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 30, 1998

ORDER TIME : 1:24 PM

ORDER NO. : 760574-005

CUSTOMER NO: 7147916

CUSTOMER: Jerry Laney, Esq
Laney & Jaszewski
5055 East Broadway, Suite C202

Tucson, AZ 85711

W98-7025
400002472654--5
-03/31/98-01003--001
*****70.00 *****70.00

400002472654--5
-03/31/98-01003--002
*****52.50 *****52.50

FOREIGN FILINGS

NAME: NCH CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 30 PM 3:29
4/3

Name correct
P93-30409



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 30, 1998

CSC

SUBJECT: NCH CORPORATION
Ref. Number: W98000007025

RECEIVED
Please give original
filing date as file date.

We have received your document for NCH CORPORATION and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 498A00016862

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99 APR -3 PM 3:22
DIVISION OF CORPORATION

APR -01 '98 (WED) 10:11

CSC TALL

P. 003

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Randal G. Dix, do hereby certify
(Name)

that this Resolution of the Board of Directors of NCH Corporation

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Arizona

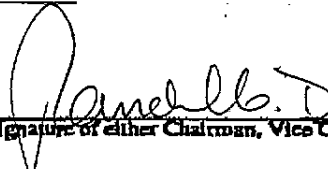
was duly adopted on April 2, 1998

Be it resolved, that NCH Corporation,
(Corporate Name)

organized and existing in the State of Arizona, hereby adopts the name

Tucson NCH Corporation for use in Florida.

Dated: April 2, 1998


Signature of either Chairman, Vice Chairman or any officer

Randal G. Dix

Type or print name

INHS19(496)

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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. NCH 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. Arizona
(State or country under the law of which it is incorporated)
3. 86-0621685
(FEI number, if applicable)
4. 10/19/1988
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualifying
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 1037 S. Alvernon Way, Suite #150, Tucson, Arizona 85711
(Current mailing address)
8. To own and operate apartments
(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.

By: Karen B. Rozar Karen B. Rozar, As Its Agent
(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:

Address:

Director:

Address:

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

President: Michael J. Hanson

Address: 1130 Calle De La Cabra, Tucson, Arizona 85718

Vice President: Randal G. Dix

Address: 3415 E. River Rd., Tucson, Arizona 85718

Secretary:

Address:

Treasurer: Laurie E. Tucker

Address: 3371 W. Overton Hieghts, Tucson, Arizona 85742

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.)

14.

Randal G. Dix - Vice President

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

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STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

To all to whom these presents shall come, greeting:

I, Jack Rose, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****NCH CORPORATION*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on October 19, 1988.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

*IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capitol, this
27th day of March, 1998, A. D.*



Jack Rose
Executive Secretary
BY: *Darla Lewinsky*

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