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May 13, 1998

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32314

600002527636-5
-05/18/98-01100-004
*****70.00 *****70.00

RE: Encap Systems Corporation

Dear Sirs:

I have enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida for the above corporation.

I have additionally enclosed a self-addressed stamped envelope for your convenience in returning to this office the receipt for the application.

Very truly yours,

KILLGORE, PEARLMAN, STAMP,
ORNSTEIN & SQUIRES


Craig S. Pearlman

CSP:se
Enclosures

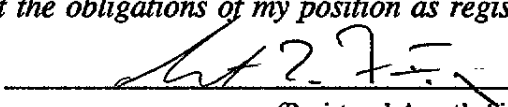
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/19/98

**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. ENCAP SYSTEMS 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. OHIO
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. March 16, 1988
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Not currently transacting business in Florida
(Date first transacted business in Florida. (See Sections 607.1501, 607.1502, and 817.155, F.S.))
7. 333 E. Landstreet Road
Orlando, FL 32824
(Current Mailing Address)
8. Sale of encapsulation building products and allied systems and to
engage in any other lawful act or activity
(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: Robert L. Fox, II
Office Address: 333 E. Landstreet Road
Orlando, Florida, 32824
(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.

(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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TALLAHASSEE, FLORIDA

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: Roy E. Johnson
Address: 230 North Central Avenue
Columbus, Ohio

Vice-Chairman: Robert L. Fox, II
Address: 333 E. Landstreet Road
Orlando, Florida 32824

Director:
Address:

Director:
Address:

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TALLAHASSEE, FLORIDA

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

President: Roy E. Johnson
Address: 230 North Central Avenue
Columbus, Ohio

Vice-President: Robert L. Fox, II
Address: 333 E. Landstreet Road
Orlando, Florida 32824

Secretary: Robert L. Fox, II
Address: 333 E. Landstreet Road
Orlando, Florida 32824

Treasurer: Roy E. Johnson
Address: 230 North Central Avenue
Columbus, Ohio

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

13. Robert L. Fox, II, V.P.
(Signature of Chairman, Vice-Chairman, or any officer listed in number 12 of the application)

14. Robert L. Fox, II, Director/Vice President
(Typed or printed name and capacity of person signing application)

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and miscellaneous filings; that said records show ENCAP SYSTEMS CORPORATION, an Ohio Corporation, Charter No. 720878, principal location in Cleveland, County of Cuyahoga, incorporated on March 16, 1988, is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official
seal at Columbus, Ohio this
7th day of April, A.D. 1998

Bob Taft

Bob Taft
Secretary of State