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ICE
MILLER
DONADIO
& RYAN

June 17, 1998

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Secretary of State
State of Florida
Department of Corporations
P O Box 6327
Tallahassee, Florida 32314

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-06/18/98--01077--003
*****70.00 *****70.00

Re: VitaChlor Corporation

Dear Sirs:

Enclosed please find for filing with your office the following:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida. Please return a file-stamped copy to our office. I am enclosing a pre-addressed envelope.
2. A check in the amount of \$70.00 for filing fees.

Should you have any questions, please do not hesitate to contact Richard Thrapp at the above number or me at 236-2100.

Very truly yours,

ICE MILLER DONADIO & RYAN



Leah Krider, Law Clerk

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98 JUN 18 AM 8:43
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TALLAHASSEE, FLORIDA

LK/jg

339857.1

6-19-98

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Vita Chlor 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. Indiana (State or country under the law of which it is incorporated)

3. 35-1495678 (FEI number, if applicable)

4. October 2, 1980 (Date of incorporation)

5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 1998
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 6050 East Hanna Avenue
Indianapolis, IN 46203
(Current mailing address)

8. The sale and distribution of beverage products, the sale and manufacture of related machinery and for any and all lawful business.
(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:
Name: C T CORPORATION SYSTEM
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

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10. Registered agent 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 obligation of my position as registered agent.

C T CORPORATION SYSTEM
Frederick K. Ault - President
(Registered agent's signature) (Officer)
FREDERICK K. AULT - PRESIDENT
(Type Name and Title of Officer)

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:

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

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Frederick K. Ault

Address: 6050 East Hanna Avenue
Indianapolis, IN 46203

Director: Gloria J. Ault

Address: 6050 East Hanna Avenue
Indianapolis, IN 46203

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

President: Frederick K. Ault

Address: 6050 East Hanna Avenue
Indianapolis, IN 46203

Vice President: _____

Address: _____

Secretary: Gloria J. Ault

Address: 6050 East Hanna Avenue
Indianapolis, IN 46203

Vita Chlor Corporation - Additional Directors

Daniel White
6050 East Hanna Avenue
Indianapolis, IN 46203

Alva Cox
6050 East Hanna Avenue
Indianapolis, IN 46203

Lorene Burkhart
6050 East Hanna Avenue
Indianapolis, IN 46203

John Burkhart
6050 East Hanna Avenue
Indianapolis, IN 46203

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Treasurer: Gloria J. Ault

Address: 6050 East Hanna Avenue

Indianapolis, IN 46203

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

13. *Frederick K. Ault*

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

14. Frederick K. Ault - President

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

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TALLAHASSEE, FLORIDA

STATE OF INDIANA

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that the records of this office disclose that

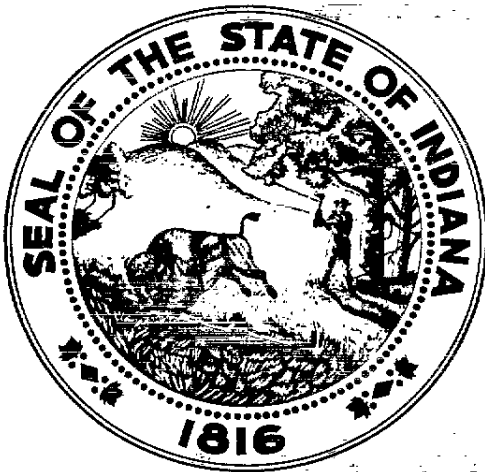
VITACHLOR CORPORATION

filed Articles of Incorporation on October 02, 1980, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation was in existence on June 03, 1998, and has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and Articles of Dissolution have not been filed.

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In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Third day of June, 1998.

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

[Signature]
Deputy