

F98000005076

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: POWERSCAN, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

000002603850--5
-07/31/98--01039--003
*****70.00 *****70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

O. E. WILHELM

(Name of Person)

POWERSCAN, INC.

(Firm/Company)

2552 SUMMIT AVE. STE. 400

(Address)

PLANO TEXAS 75074-7451

(City/State/Zip)

W98-17431

Should you need to call someone concerning this matter, please call:

O. E. "ED" WILHELM

(Name of Person)

at (972) 578-7766

(Area Code & Daytime Telephone Number)

SECRET
TALLAHASSEE FLORIDA

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COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1998

O.E. WILHELM
POWERSCAN, INC.
2552 SUMMIT AVE. STE. 400
PLANO, TX 75074-7451

SUBJECT: POWERSCAN, INC.
Ref. Number: W98000017431

We have received your document for POWERSCAN, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning the notice from the Texas Secretary of State which you submitted. The certificate we require is issued by the Texas Secretary of State, and it states that your corporation is currently active on their records.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 598A00040277

2552 Summit Ave., Suite 400, Plano, TX 75074 - 7451
TEL (972) 578-7766 • MAIN FAX (972) 578-7767
DISTRIBUTION FAX (972) 578-7768

POWERSCAN
POWER SYSTEM SPECIALISTS

September 3, 1998

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
CORPORATE RECORDS
PO BOX 6327
TALLAHASSEE FL 32314

RE: POWERSCAN, INC. CERTIFICATE OF EXISTENCE

Please find enclosed an original certificate of existence from the State of Texas,
Secretary of State for POWERSCAN, INC., File No. 1152064-00.

Thank you for your help in completing our registration in Florida.

Sincerely,

Oren E. Wilhelm

Oren E. Wilhelm
Corporate Secretary


**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. POWERSCAN, 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. TEXAS 3. 75-2328098
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 1, 1990 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. MARCH 23, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2552 SUMMIT AVE. STE. 400
PLANO TEXAS 75074-7451
(Current mailing address)
8. WHOLESALE DISTRIBUTION/SALES OF BATTERIES (NON-AUTOMOTIVE)
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: MARY T. REIMANN
- Office Address: 1026 CORKWOOD DRIVE
OVIEDO, Florida, 32765
(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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SECRETARY OF STATE
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: THOMAS C. GORLITZ

Address: ROUTE 3 BOX 123A

WHITEWRIGHT TEXAS 75491

Vice Chairman: N/A

Address:

Director: GEORGE GIBSON

Address: 1401 LYNHURST

DENTON TEXAS 76205

Director: JEROME T. TAMM

Address: 23400 MICHIGAN AVE STE 500

DEARBORN MI 48124

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

President: THOMAS G. GORLITZ

Address: ROUTE 3 BOX 123A

WHITEWRIGHT TEXAS 75491

Vice President: N/A

Address:

Secretary: OREN E. WILHELM

Address: 4117 STATEN ISLAND DRIVE

PLANO TEXAS 75024

Treasurer: GEORGE GIBSON

Address: 1401 LYNHURST

DENTON, TEXAS 76205

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

13.

Oren E. Wilhelm

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

14.

OREN E. WILHELM, SECRETARY

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

POWERSCAN, INC.
File No. 1152064-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on August 31, 1998.*



Alberto R. Gonzales
Secretary of State

PH