



THE UNITED STATES
CORPORATION
COMPANY

F99000000219

ACCOUNT NO. : 072100000032

REFERENCE : 075494 4718002

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : December 22, 1998

ORDER TIME : 9:10 AM

ORDER NO. : 075494-005

CUSTOMER NO: 4718002

400002739174--3

CUSTOMER: Paula L. Peebles, Paralegal
Gallop Johnson & Neuman, L.C.
Interco Corporate Tower
101 South Hanley
Saint Louis, MO 63105

FOREIGN FILINGS

NAME: GLA INTERNATIONAL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Robert Maxwell

AL JAN 13 1999

FILED
99 JAN 13 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JAN 13 AM 9:52
DIVISION OF CORPORATION

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. GLA International, 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. Missouri
(State or country under the law of which it is incorporated)
3. 43-1819228
(FEI number, if applicable)
4. June 15, 1998
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon filing
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 425 South Woods Mill Road, Suite 300
Town and Country, Missouri 63017
(Current mailing address)
8. Business communications consulting services
(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.

Laura R. Duns
(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.

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: See attached list for names and addresses of directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached list for names and addresses of officers

Address: _____

Vice President: _____

Address: _____

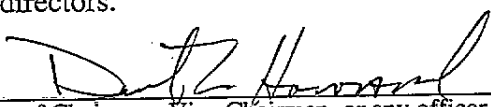
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  12/6/98
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David L. Howard, Secretary
(Typed or printed name and capacity of person signing application)

99 JAN 13 AM 10:44
SECRET
TALLAHASSEE, FLORIDA

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GLA INTERNATIONAL, INC.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Jim A. Moffit (Chairman)
2101 Hickory Drive
Chesterfield, MO 63004

Earl D. Stoneburner
1321 Lake Shore Drive
Greenville, IL 62246

David L. Howard
330 Geyer Forest Drive
St. Louis, MO 63122

Charles Morrison
2040 Key Harbour Drive
Lake St. Louis, MO 63367

Shayne B. Barr
718 High Hill Court
Lake St. Louis, MO 63367

B. OFFICERS

President:

Jim A. Moffit
2101 Hickory Drive
Chesterfield, MO 63004

Senior Vice President:

David L. Howard
330 Geyer Forest Drive
St. Louis, MO 63122

Senior Vice President:

Charles Morrison
2040 Key Harbour Drive
Lake St. Louis, MO 63367

Senior Vice President:

Shayne B. Barr
718 High Hill Court
Lake St. Louis, MO 63367

Senior Vice President:

Earl D. Stoneburner
1321 Lake Shore Drive
Greenville, IL 62246

Vice President-Consulting:

Raymond C. Schulz
4912 Sunset Oaks Lane
St. Louis, MO 63128-5826

Vice President-Consulting:

Harold L. Alward
15 Provence
Lake St. Louis, MO 63367

Vice President-Consulting:

Susan Arndt
525 Rolling Hills Drive
St. Charles, MO 63304

Secretary:

David L. Howard
330 Geyer Forest Drive
St. Louis, MO 63122

Assistant Secretary:

Steven P. Fleschner
5189 Rosemount Drive
St. Charles, MO 63304

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

93 JAN 13 AM 10:44
SECOND FLORIDA
TALLAHASSEE, FLORIDA

CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE
OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE
AND IN MY CARE AND CUSTODY REVEAL THAT
GLA INTERNATIONAL, INC.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 15TH
DAY OF JUNE, 1998, AND IS IN GOOD STANDING, HAVING FULLY
COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
21ST DAY OF DECEMBER, 1998.

Rebecca McDowell Cook
Secretary of State

