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CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

000002958610--4

-08/12/99--01073--026

*****70.00 *****70.00

CORPORATION(S) NAME

BUNZL Distribution Northeast, Inc

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Jeffrey Butterfield

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. Bunzl Distribution Northeast, 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. New York

(State or country under the law of which it is incorporated)

3. 11-1949280

(FEI number, if applicable)

4. December 2, 1959

(Date of incorporation)

5. Perpetual

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

6. Has not begun

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

7. 701 Emerson, Suite 500, St. Louis, Missouri 63141-9111

(Current mailing address)

8. See attached purpose clause

(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)

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

(Registered agent's signature) (Officer)

Jonathan Miles-Asst. Secy.

(Type Name and Title of Officer)

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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

Chairman: Rick B. Snellings

Address: 701 Emerson, Ste. 500
St. Louis, Mo. 63141-9111

Vice Chairman: _____

Address: _____

Director: Mark Brasher

Address: 701 Emerson, Suite 500
St. Louis, Missouri 63141-9111

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Officers of Bunzl Distribution Northeast, Inc.

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1. Rick B. Snellings, President

Business Address:

701 Emerson
Suite 500
St. Louis, Missouri 63141-9111

Residence Address:

10615 Greywyck Lane
St. Louis, Missouri 63141

2. Daniel J. Lett, Secretary

Business Address:

701 Emerson
Suite 500
St. Louis, Missouri 63141-9111

Residence Address:

527 Olive Court
St. Louis, Missouri 63119

3. Patrick Larmon, Treasurer

Business Address:

701 Emerson
Suite 500
St. Louis, Missouri 63141-9111

Residence Address:

1712 Glenwick Drive
Plano, Texas 75075

4. Bob Quigley, Assistant Treasurer

Business Address:

701 Emerson
Suite 500
St. Louis, Missouri 63141-9111

Residence Address:

25 Sequoia Drive
Dayton, New Jersey 08810

5. Mark Brasher, Vice President

Business Address:

701 Emerson
Suite 500
St. Louis, Missouri 63141-9111

Residence Address:

17709 Sugarberry
Chesterfield, Missouri 63005

6. Rob Thomas, Vice President

Business Address:

701 Emerson
Suite 500
St. Louis, Missouri 63141-9111

Residence Address:

5 Applewood Drive
Hopewell, New Jersey 08525

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Treasurer: _____

Address: _____

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

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

14. Rick B. Snellings, President

Rick B. Snellings

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

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
Bunzl Distribution Northeast, Inc.**

To manufacture, purchase, sell and to engage in the general business of paper products and boxes and by-products and all things incidental thereto.1

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**State of New York } ss:
Department of State**

I hereby certify, that the certificate of incorporation of BUNZL DISTRIBUTION NORTHEAST, INC. was filed on 12/02/1959, under the name of ALLIANCE PAPER & PACKAGING CO., INC., fixing the duration as perpetual, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment ALLIANCE PAPER & PACKAGING CO., INC., changing name to BUNZL HICKSVILLE, INC., was filed 06/23/1998.

A Certificate of Amendment BUNZL HICKSVILLE, INC., changing name to BUNZL DISTRIBUTION NORTHEAST, INC., was filed 12/31/1998.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of July
one thousand nine hundred and
ninety-nine.*

Special Deputy Secretary of State

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