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EXIDE CORPORATION

P.O. Box 14205 • Reading, PA 19612-4205
645 Penn Street • Reading, PA 19601

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ROYAL BATTERY DISTRIBUTORS LLC W-2984
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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-01/22/01--01101--001
***1050.00 ***1050.00

- Walk in
- Mail out
- Pick up time
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

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-12/15/00--01098--006
****125.00 ****125.00

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

621/22
FILED
01 JAN 22 PM 2:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 20, 2000

EXIDE CORPORATION
PO BOX 14205
645 PENN STREET
READING, PA 19612-4205

JAN 04 2001
TAX DEPARTMENT

SUBJECT: ROYAL BATTERY DISTRIBUTORS LLC
Ref. Number: W0000029811

We have received your document for ROYAL BATTERY DISTRIBUTORS LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,050.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 000A00063926

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01 JAN 22 PM 2:50
TAX DEPARTMENT
SECRETARY OF STATE
FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Royal Battery Distributors LLC
(Name of foreign limited liability company)

2. Delaware 3. 23-3036829
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 8-26-99 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 8-26-99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1209 Orange Street
Wilmington, DE 19801
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The usual business addresses of the managing members or managers are as follows:
Exide Corporation
645 Penn Street
Reading, PA 19601
Attention: George R. McPherson

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: The purpose of the LLC is to
engage in any lawful acts or activities permitted by the State of Delaware.

George R. McPherson
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

By: Exide Corporation, By George R. McPherson, V.P.
Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Royal Battery Distributors LLC

2. The name and the Florida street address of the registered agent and office are:

J. Lofton Westmoreland

(Name)

220 W. Garden Street, 9th Floor

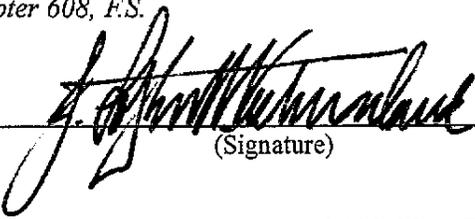
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Pensecola

FL 32501

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



(Signature)

\$100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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01 JAN 22 PM 2:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROYAL BATTERY DISTRIBUTORS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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01 JAN 22 PM 2:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel, Secretary of State

AUTHENTICATION: 0805315

2973155 8300

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DATE: 11-20-00