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TALLAHASSEE, FLORIDA

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LAWRENCE P. BRODIE
C O U N S E L O R A T L A W

525 CAMDEN AVENUE
STUART, FLORIDA 34994

FACSIMILE (561) 221-0113
TELEPHONE (561) 221-0110

October 9, 2003

Attn: Bobbie Cox

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
 International Melting & Manufacturing, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of the above corporation and a check in the amount of \$78.75 (\$35.00-filing fee, \$35.00-Registered Agent Designation, and \$8.75-certified copy). Upon filing, please return a certified copy of the Articles.

To: Lawrence P. Brodie
 525 S. W. Camden Avenue
 Stuart, FL 34994
 Telephone: (772) 221-0110

Thank you in advance for your attention to this matter.

Very truly yours,

Lawrence P. Brodie

LPB/shb
Enclosures

INTERNATIONAL MELTING & MANUFACTURING, INC.

ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

1. The name of this Corporation is INTERNATIONAL MELTING & MANUFACTURING, INC. ("Corporation").
2. The street address of the initial principal office of the Corporation is 525 S. W. Camden Avenue, Stuart, Florida 34994; the mailing address of the initial principal office of the Corporation is 525 S. W. Camden Avenue, Stuart, Florida 34994.
3. The total number of shares of all classes of stock which the Corporation shall have the authority to issue is 101,000,000, consisting of (i) 100,000,000 shares of Class A Common Stock, par value \$.001 per share, and (ii) 1,000,000 shares of Class B Common Stock, par value \$.001 per share. The Class A and Class B shares are equal and are to be treated identically except as follows:

The Class B shareholders have preemptive rights and are:

- I. Entitled to vote among themselves to elect one member to the board of directors,
- II. On a shareholder by shareholder basis, entitled to require the Corporation to redeem all shares then held by a so electing shareholder after the 5th year of the first issuance of such shares, provided such redemption is not prohibited by any lender to the Corporation or any governmental authority,
- III. Automatically, exchanged for Class A Shares 18 months after the 5th anniversary of the first issuance of the Class B shares on a share-for share basis,

The Corporation will enter into a shareholders agreement with the Class B shareholders that provides for the procedures for redemption, prices at which the shares will be redeemed and other matters.

4. The name and street address of the initial registered agent of the Corporation is Lawrence P. Brodie, 525 S. W. Camden Avenue, Stuart, Florida 34994.

**INTERNATIONAL MELTING
& MANUFACTURING, INC.**

ARTICLES OF INCORPORATION

5. The name and address of the incorporator is Lawrence P. Brodie, 525 S. W. Camden Avenue, Stuart, Florida 34994.



Lawrence P. Brodie, Incorporator

**INTERNATIONAL MELTING
& MANUFACTURING, INC.**

ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

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

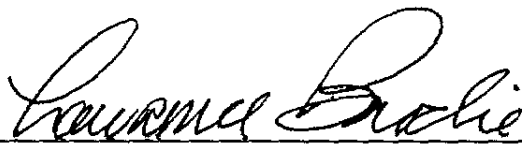
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is INTERNATIONAL MELTING & MANUFACTURING, INC.
2. The name and address of the registered agent and office is:

Lawrence P. Brodie
525 S. W. Camden Avenue
Stuart, Florida 34994

Having been named as registered agent and to accept service of process for the above-stated corporation 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.

Dated: October 9, 2003



Lawrence P. Brodie, Registered Agent