



P97000037171

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 AM 11:34

April 23, 1997

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

RE: GEM Threaded Products, Inc.

100002153671--8
-04/24/97--01062--009
***122.50 ***122.50

Gentlemen:

I am enclosing herewith the original Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
Certified Copy Fee	<u>\$52.50</u>
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation. Any reply mail can be addressed to me at the address listed below.

Your prompt attention to this matter would be appreciated.

Sincerely,

Cynthia L. Stamford

Cynthia L. Stamford
President

Encl.

**ARTICLES OF INCORPORATION
OF
GEM THREADED PRODUCTS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 AM 11:34

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I - NAME

The name of this Corporation is GEM THREADED PRODUCTS, INC.

ARTICLE II - DURATION

The Corporation shall have perpetual existence commencing on the date of execution of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 5,000 shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 391 Corporate Dr., Orange Park, FL 32073, and the name of the initial registered agent of this Corporation is Tamlyn S. Padgett.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the initial Director of this Corporation are:

Tamlyn S. Padgett
391 Corporate Dr.
Orange Park, FL 32073

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Tamlyn S. Padgett
391 Corporate Dr.
Orange Park, FL 32073

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer, director, or any former officer or director, to the full extent permitted by law.

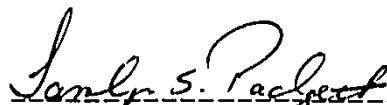
ARTICLE X - AMENDMENTS

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this revision.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of April, 1997.



Tamlyn S. Padgett, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 AM 11:34

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST--THAT GEM THREADED PRODUCTS, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS 391 CORPORATE DRIVE, ORANGE PARK, FLORIDA, 32073, HAS NAMED
TAMLYN S. PADGETT, REGISTERED AGENT, LOCATED AT: 391 CORPORATE DRIVE,
ORANGE PARK, FL 32073, COUNTY OF CLAY, STATE OF FLORIDA, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Tamlyn S. Padgett
Tamlyn S. Padgett

TITLE: Incorporator

DATE: April 23, 1997

ACCEPTANCE:

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE,
HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF
HIS/HER DUTIES.

Tamlyn S. Padgett
TAMLYN S. PADGETT
REGISTERED AGENT

DATE: APRIL 23, 1997