

PA 71000049187
ATLAS WELDING COMPANY, INC.

1300 North Nova Road
Daytona Beach, FL 32117

Phone 904-255-6471
Fax 904-253-9123

May 30, 1997

Department of State
Corporate Records Bureau
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Atlas Industrial Enterprises, Inc.

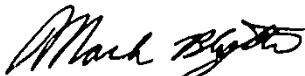
Gentlemen:

Enclosed are:

1. The original and one copy of the Articles of Incorporation for the above-referenced Florida corporation.
2. Our check, made payable to the Secretary of State, in the amount of \$122.50 to cover the following: filing fee of \$35.00, filing fee for certificate designating registered agent of the corporation in the amount of \$35.00, and a fee of \$52.50 for certified copies of the Articles of Incorporation.
3. Federal Express Airbill - Please return requested documents to us via Federal Express.

These Articles of Incorporation are delivered in accordance with Chapter 607, Florida Statutes. We request that the Articles be filed in accordance with the chapter and that certificates of incorporation and certified copies of the Articles of Incorporation be issued and returned to the above address.

Sincerely,



Mark S. Blythe
Vice President

Enclosures

MSB:gc

FILED
SECRETARY OF STATE
JUN 1 1997
TALLAHASSEE, FL
JCB
6/4/97

EFFECTIVE DATE

5/30/97

ARTICLES OF INCORPORATION

OF

ATLAS INDUSTRIAL ENTERPRISES, INC.

FILED
SECRETARY OF STATE
CORPORATION DIVISION
ORLANDO, FLORIDA

KNOW ALL MEN BY THESE PRESENTS: That the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby desire to form a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I. NAME

The name of this corporation shall be: ATLAS INDUSTRIAL ENTERPRISES, INC.

ARTICLE II. GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III. CAPITAL SHARES

The amount of capital shares for this corporation shall be One Thousand (1000) shares of Common stock having nominal or par value of One (\$1.00) Dollar per share. When a new issue of shares of the corporation are offered by it for sale in which the consideration to be paid for such shares is to be paid in cash, each existing shareholder shall have the preemptive right to purchase his prorata number of shares, or fractions thereof, at the price at which such newly issued shares are offered for sale to other persons.

The names and address of the initial shareholders are as follows:

James T. Blythe
1030 John Anderson Drive
Ormond Beach, FL 32174
Number of Shares: 250

Ann J. Blythe
1030 John Anderson Drive
Ormond Beach, FL 32174
Number of Shares: 250

Mark S. Blythe
124 Pine Tree Street
Flagler Beach, FL 32136
Number of Shares: 168

James T. Blythe, Jr.

ARTICLE IV. TERM OF EXISTENCE

The time and date on which corporate existence of this corporation shall begin is 12:01 am, May 31, 1997, and this corporation shall have continuous and perpetual existence thereafter.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1300 North Nova Road, Daytona Beach, FL 32117 and the name of the initial registered agent of this corporation at that address is Mark S. Blythe.

ARTICLE VI. MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its Shareholders rather than by a Board of Directors. The shareholders reserve unto themselves the power to adopt, alter, amend or repeal the bylaws of this corporation. In the management of the business of the corporation, the act of the shareholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him or her. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VII. INITIAL OFFICERS

The following officers shall constitute and be the officers of this corporation until their successors are elected or appointed and have qualified:

President	James T. Blythe
Vice President	Mark S. Blythe
Secretary/Treasurer	Ann J. Blythe

ARTICLE VIII. SUBSCRIBERS

The names and addresses of each subscriber of these Articles of Incorporation are as follows:

James T. Blythe
1030 John Anderson Drive
Ormond Beach, FL 32174

Ann J. Blythe
1030 John Anderson Drive
Ormond Beach, FL 32174

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law and approved by the shareholder by a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 30th day of May, 1997.

James T. Blythe
James T. Blythe

Ann J. Blythe
Ann J. Blythe

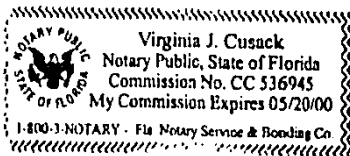
Mark S. Blythe
Mark S. Blythe

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 30th day of May, 1997 by JAMES T. BLYTHE, ANN J. BLYTHE and MARK S. BLYTHE, who are personally known to me and who did take an oath.

Virginia J. Cusack
Notary Public, State of Florida

My Commission Expires: 5/20/2000



CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First that ATLAS INDUSTRIAL ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Daytona Beach, County of Volusia, State of Florida, has named MARK S. BLYTHE at 1300 North Nova Road, City of Daytona Beach, County of Volusia, State of Florida, as its agent to accept *service of process within this state.*

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Mark S. Blythe
Mark S. Blythe
Registered Agent

FILED
STATE