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### AMENDED AND RESTATED

### ARTICLES OF INCORPORATION

**OF** 

#### MASTER TOOL CO. INC.

OO JAN 18 PN 4: 0
SECRETIANY CONTAINS
TALLAHASSEE, FLORING

1. Pursuant to the provisions of Florida law, the undersigned Corporation and Amended Articles of Incorporation:

#### ARTICLE I Name

The name of the corporation is MASTER TOOL CO. INC., a Florida corporation.

## ARTICLE II <u>Duration</u>

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 8<sup>th</sup> day of May, 1961.

## ARTICLE III Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

### ARTICLE IV Capital Stock

The Corporation is authorized to issue twenty-four (24) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and two hundred forty (240) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

# ARTICLE V Principal Office; Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 6115 N.W. 153<sup>rd</sup> Street, Miami Lakes, Florida 33014, and the name of the registered agent of this corporation at that address is: Paul J. Roos.

### ARTICLE VI Initial Board of Directors

This corporation shall have one (1) director. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than ONE (1). The name of the director is Paul J. Roos and his address is 6115 N.W. 153<sup>rd</sup> Street, Miami Lakes, Florida 33014.

- 2. The number of shares of the Corporation outstanding at the adoption was Eighteen (18), and the number of shares entitled to vote thereon was Eighteen (18).
- 3. The number of shares voted in favor of such Amendment was Eighteen (18), and the number of shares voted against such Amendment was none.
- 4. The holders of Common Shares shall exchange each share of such stock for one (1) share of Class A Voting Shares and ten (10).shares of Class B Nonvoting Shares.
- These Amended and Restated Articles of Incorporation were adopted and approved day of January, 2000.
- 6. These Amended and Restated Articles of Incorporation shall become effective immediately upon filing with the Department of State of Florida.

DATED this	day of	1/8	, 2000.
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MASTER TOOL CO., INC., a Florida corporation

by: DATH I POOS

ATTEST:

AUL J. ROOS, Secretary

STATE OF FLORIDA

COUNTY OF Miami-Dade

SS:

The foregoing instrument was acknowledged before me this 10 day of 1900, by PAUL J. ROOS, as President of MASTER TOOL CO., INC., a Florida corporation, by and on behalf of the Corporation. He is personally known to me or has produced as identification.

Notary Public, State of Florida

My Commission Expires:

Type/Print/or Stamp Naphelic Dietary Public

MY COMMISSION # CC883465 EXPIRES

FRed STRENG PRO BOTTOM INCLUDING THE BONDED THRU TROY FAIN INSURANCE, INC.

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