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WRIGHT, FULFORD, MOORHEAD & BROWN, P.A.

ATTORNEYS

145 NORTH MAGNOLIA AVENUE  
POST OFFICE BOX 2828  
ORLANDO, FLORIDA 32802-2828

D. Frank Wright, Esquire

fwright@wfmblaw.com  
Reply: Orlando

January 6, 2000

Via Fed-Ex  
Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-01/07/00--01078--020  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

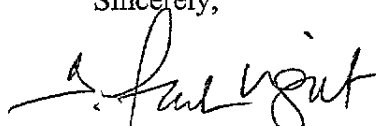
Re: Articles of Incorporation for Florida of Spec-Tec Sales South, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Florida of Spec-Tec Sales South, Inc. Also, enclosed is my firm's draft in the amount of \$78.75 which represents the filing fee, designation of registered agent fee, and fee for a certified copy of the Articles. Furthermore, you will find my firm's check in the amount of \$8.75 for a Certificate of Status. Please process these requests at your earliest convenience and return it to my office in the enclosed, Fed-Ex package.

Thank you for your assistance in this matter. Should you have any questions or comments, please feel free to contact my office.

Sincerely,

  
D. Frank Wright

DFW/tm  
Enclosures  
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FILED  
00 JAN -7 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION FOR FLORIDA  
OF  
SPEC-TEC SALES SOUTH, INC.**

**FILED**  
00 JAN -7 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME AND PRINCIPAL OFFICE**

The name of the Corporation shall be Spec-Tec Sales South, Inc. The address of the Corporation shall be 4100 North Powerline Road, Suites R1, R2, Pompano Beach, Florida 33073.

**ARTICLE II  
AUTHORIZED STOCK**

The Corporation is authorized to issue 250 Shares of \$0.10 par value Common Stock.

**ARTICLE III  
VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the Corporation.

**ARTICLE IV  
INCORPORATORS**

The name(s) and address(es) of the person(s) signing these Articles of Incorporation is/are:

**NAME**

John Goldwire

David Scott Robbins

**ADDRESS**

4100 North Powerline Road  
Suites R1, R2  
Pompano Beach, Florida 33073

4100 North Powerline Road  
Suites R1, R2  
Pompano Beach, Florida 33073

Carl Heinman

2911 Old Winter Garden Road  
Orlando, Florida 32805

**ARTICLE V**  
**INITIAL REGISTERED OFFICE, REGISTERED**  
**AGENT AND RESIDENT AGENT**

The street address of the initial registered office of this Corporation is 4100 North Powerline Road, Suites R1, R2, Pompano Beach, Florida 33073. The name of the initial Registered Agent and Resident Agent of this Corporation is John Goldwire.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1).

The name and address of the initial directors of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
John Goldwire	4100 North Powerline Road Suites R1, R2 Pompano Beach, Florida 33073
David Scott Robbins	4100 North Powerline Road Suites R1, R2 Pompano Beach, Florida 33073
Carl Heinman	2911 Old Winter Garden Road Orlando, Florida 32805

**ARTICLE VII  
OFFICERS OF THE CORPORATION**

The name and address of the Officers are:

**NAME**

**ADDRESS**

John Goldwire - President

4100 North Powerline Road  
Suites R1, R2  
Pompano Beach, Florida 33073

David Scott Robbins - Vice President

4100 North Powerline Road  
Suites R1, R2  
Pompano Beach, Florida 33073

Carl Heinman - Secretary/Treasurer

2911 Old Winter Garden Road  
Orlando, Florida 32805

**ARTICLE VIII  
PURPOSE**

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

**ARTICLE IX  
AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4 day of January, 2000, being the incorporators, this date and undersigned adopt these Articles of Incorporation.

John Goldwire  
John Goldwire  
David Scott Robbins  
David Scott Robbins

Carl Weinman  
Carl Weinman



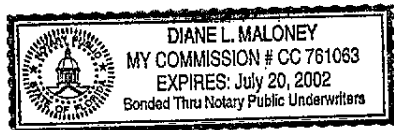
Sandra J. Dubuc  
MY COMMISSION # CC527686 EXPIRES  
January 25, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA  
COUNTY OF BROWARD

Orange County  
Carl Weinman personally  
Known to me  
Jan 8, 2000

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County Orange County set forth above, personally appeared John Goldwire, to me and known to me to be the person who executed the foregoing Articles of Incorporation and he executed said Articles of Incorporation for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal in the State and County aforesaid on this 4 day of January, 2000.



Diane L Maloney  
Signature - Notary Public State of Florida  
Diane L Maloney  
Print Name of Notary

STATE OF FLORIDA  
COUNTY OF Broward

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared David Scott Robbins, to me and known to me to be the person who executed the foregoing Articles of Incorporation and he executed said Articles of Incorporation for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal in the State and County aforesaid on this 4 day of January, 2000.



Diane L. Maloney  
Signature - Notary Public State of Florida

Diane L. Maloney  
Print Name of Notary

STATE OF FLORIDA

COUNTY OF Orange

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Carl Heinman, to me and known to me to be the person who executed the foregoing Articles of Incorporation and he executed said Articles of Incorporation for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal in the State and County aforesaid on this 6 day of January, 2000.



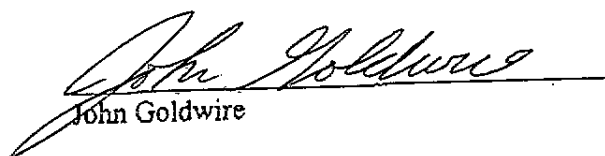
Sandra J. Dubuc  
MY COMMISSION # CC527666 EXPIRES  
January 25, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

Sandra J. Dubuc  
Signature - Notary Public State of Florida

SANDRA J. DUBUC  
Print Name of Notary

# ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open. I am familiar with and accept the obligations provided for in Florida Statute §607.0505.

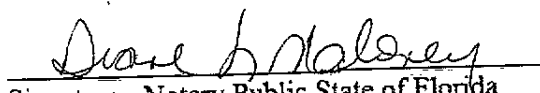
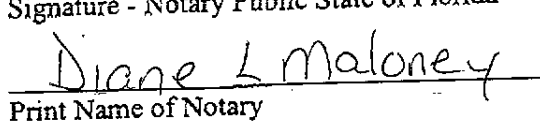
  
John Goldwire

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John Goldwire, to me and known to me to be the person who executed the foregoing Acceptance of Registered Agent, or who produced \_\_\_\_\_ as identification, and he executed said Acceptance of Registered Agent for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid on this 4 day of January, 2000.



  
Signature - Notary Public State of Florida  
  
Print Name of Notary

FILED  
00 JAN -7 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA