

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P000000012736

*Kempton Tool & Equipment
Inc.*

800003124528-7

-02/04/00--01066--018

*****78.75 *****78.75

Signature _____

Requested by: *LS* *2/4/00* *11:40*

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

FILED
00 FEB -4 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 FEB -4 PM 12:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. Burch FEB 4 2000

**ARTICLES OF INCORPORATION OF
KEMPTON TOOL & EQUIPMENT, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and pursuant to the provisions of the laws of such state, providing for formation, liability, rights, privileges, benefits and obligations conferred and imposed by such laws on corporations organized pursuant to the provisions there of, and do hereby make, subscribe, acknowledge and agree to and file these Articles of Incorporation as follows:

ARTICLE I

NAME

The name of the corporation shall be **Kempton Tool & Equipment, Inc.**

ARTICLE II

NATURE AND DURATION OF CORPORATE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of Florida. The corporation shall have perpetual existence.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue a maximum of 7,500 shares of stock. The shares of stock authorized shall be common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

FILED
00 FEB -4 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

PRE-EMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered office in the State of Florida shall be WALTER R. MOON, 200 North Primrose Drive, Orlando, Florida 32803.

ARTICLE VI

ADDRESS

The street address of the principal office of the corporation shall be 200 North Primrose Drive, Orlando, Florida 32803.

ARTICLE VII

INCORPORATOR

The name and address of the initial incorporator of this corporation shall be Walter R. Moon, 200 North Primrose Drive, Orlando, Florida 32803.

ARTICLE VIII

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 incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.


WALTER R. MOON

I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated February 3, 2000.


WALTER R. MOON
Registered Agent

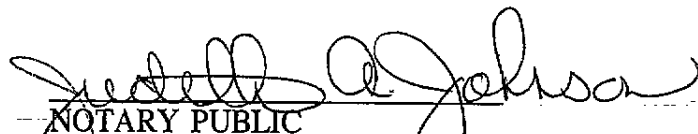
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county named above personally appeared WALTER R. MOON to be well known to be the person described as incorporator in the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

Witness my hand and official seal this 3rd day of February, 2000.



Judith A. Johnson
MY COMMISSION # CC790279 EXPIRES
December 12, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC
My Commission Expires: