

Division of Corporations

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Florida Department of State
Division of Corporations
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To: *Division of Corporations*
Fax Number : (850) 922-4001

From: Account Name : DAVID R. ELLIS, ATTORNEY
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FLORIDA PROFIT CORPORATION OR P.A.

GLENAIRE GROUP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04 (3)
Estimated Charge	\$70.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 27 PM 12:40

B. McKnight MAR 28 2000

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ARTICLES OF INCORPORATION
OF
GLENAIRE GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby undertakes to form a Corporation for Profit under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:
GLENAIRE GROUP, INC.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is: 10,000 shares of common stock with a par value of \$1.00 per share.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

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ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is to be:

475 Bluffview Drive
Pinellas County
Belleair Bluffs, FL 33770

and the name of the initial registered and resident agent of this Corporation at that address is Daniel Katzman.

ARTICLE V - ADDRESS

The initial street address of the principal office of the Corporation is to be:

475 Bluffview Drive
Pinellas County
Belleair Bluffs, FL 33770

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VI - DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

Daniel Katzman
475 Bluffview Drive
Belleair Bluffs, FL 33770

Christopher P. Otto
25 Harvest Court
Glen Carbon, IL 62034

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ARTICLE VII - INCORPORATOR

The name and street address of the Incorporator of these Articles are as follows:

Daniel Katzman
475 Bluffview Drive
Belleair Bluffs, FL 33770

ARTICLE VIII - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing with the Secretary of State's Office.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator of this Corporation has executed these Articles of Incorporation on March 27, 2000.


Daniel Katzman

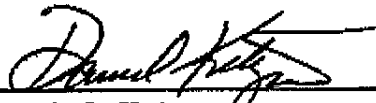
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at the place designated in the Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 3-27-00



Daniel Katzman

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