

TRANSMITTAL LETTER  
P000000 31801

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: SEM Automation, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

400003187924--6  
-03/29/00--01010--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: Robert S. Eaton  
Name (Printed or typed)

666 South Ride  
Address

TALLAHASSEE, FL. 32303  
City, State & Zip

850/422-1906  
Daytime Telephone number

FILED  
00 MAR 29 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

T. SMITH MAR 29 2000

NOTE: Please provide the original and one copy of the articles.

RECEIVED

656-3982

Call When  
Ready

# ARTICLES OF INCORPORATION

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

## ARTICLE I. NAME

The name of the corporation shall be: SEM Automation, Inc.

## ARTICLE II. PURPOSE

The purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

## ARTICLE III. INITIAL BUSINESS

The corporation is organized to engage in the process of industrial automation integration and related activities and in any other activity or business permitted under the laws of the United States and Florida.

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00 MAR 29 11:04  
SECRET  
TALLAHASSEE, FLORIDA

## ARTICLE IV. AUTHORIZED CAPITAL

The maximum number of shares that the corporation is authorized to have outstanding at any time is 2,000 shares of common stock having a par value of \$ 1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgement of the directors, equivalent to or greater than the full par value of the shares.

## ARTICLE V. REGISTERED AGENT

The name and address of the initial Registered Agent of the Corporation is:

Robert J. Eaton  
616 South Ride  
Tallahassee, FL. 32303

The principal address is the same as the registered office.

## **ARTICLE VI. BOARD OF DIRECTORS**

The initial Board of Directors shall consist of three (3) directors. The persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are: Robert J. Eaton, 616 South Ride, Tallahassee, FL 32303 as President; Garry O. McNeel, 5307 Fallen Leaf Ct. Tallahassee, FL 32310 as Vice President and Marcus A. Starling, 448 Midway Rd. Cairo, GA 31728 as Secretary/Treasurer otherwise, the number of persons to serve on the Board of Directors shall be fixed by the Bylaws of the Corporation.

## **ARTICLE VII. INCORPORATORS**

The name and address of the incorporator of the Corporation is: Robert J. Eaton, 616 South Ride, Tallahassee, FL 32303.

## **ARTICLE VIII. DISTRIBUTION FROM CAPITAL SURPLUS**

The Board of Directors of the Corporation may, from time to time, distribute to its shareholders out of, or purchase its own shares from, the capital surplus of the corporation.

## **ARTICLE IX. REPURCHASE OF SHARES**

The Board of Directors of the Corporation may, from time to time, cause the Corporation to purchase its own shares to the extent of the unreserved and unrestricted earned and capital surplus of the Corporation.

## **ARTICLE X. DIVIDENDS**

The Board of Directors may authorize the payment of dividends to the holders of shares of stock payable in shares.

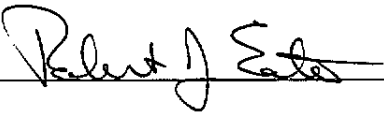
**ARTICLE XI INDEMNIFICATION OF OFFICERS, DIRECTORS,  
EMPLOYEES AND AGENTS:**

The corporation may indemnify officers, directors, employees or agents in accordance with applicable sections of the state statutes or any successor statute.

**ARTICLE XII. LIMITATION OF LIABILITY**

The liability of directors to the Corporation or its shareholders for monetary damages for breach of fiduciary duty is eliminated and or limited to the full extent permitted by law.

The undersigned incorporators have executed these Articles of Incorporation this 22 day of March, 2000.

  
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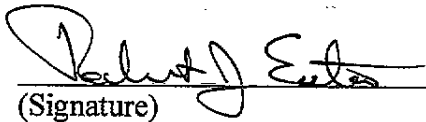
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

1. The name of the corporation is: SEM Automation, INC.
2. The name and address of the registered agent and office is:

Robert J. Eaton  
616 South Ride  
Tallahassee, Fl. 32303

Having been named as registered agent and to accept service of process for the above  
stated corporation at the place designated in this certificate, I hereby accept the  
appointment as registered agent and agree to act in this capacity. I further agree to  
comply with the provisions of all statutes relating to the proper and complete  
performance of my duties, and I am familiar with and accept the obligations of my  
position as registered agent.

  
(Signature)

3-28-00  
(Date)

FILED  
00 MAR 29 PM 4:04  
SECRET/REGISTRAR  
TALLAHASSEE, FLORIDA