

Floyd M. Cleveland
2501 Napoleon Bonaparte Drive
Tallahassee, Florida 32308
(850) 671-1645

April 16, 2000

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Florida Secretary of State
Division of Corporation
The Capital
Tallahassee, Florida 32304

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-04/17/00--01013--023
*****78.75 *****78.75

RE: Incorporation of FMC ENTERPRISES, INC.

Dear Sir:

Enclosed please find the original copy of the Articles of Incorporation and the Certificate Designating Registered Agent for the above corporation. Also enclosed is a check in the amount of \$78.75 from:

Floyd M. Cleveland
2501 Napoleon Bonaparte Drive
Tallahassee, Florida 32308
(850) 671-1645

Sincerely,



Floyd M. Cleveland

APPROVED
AND
FILED

00 APR 17 AM 9:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

00 APR 17 AM 9:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FMC ENTERPRISES, INC.

A Florida Corporation

ARTICLE 1

NAME

The name of this corporation is: FMC Enterprises, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of the filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSE

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law. The corporation initially intends to engage in the business of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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manufacturing and sales of products.

ARTICLE 4

CLASSIFICATION AND SHARES

The classification of the corporation is Sub-Chapter "S" Corporation. The corporation shall have the authority to issue one class of stock. The aggregate number of shares which the corporation shall have the authority to issue is 1,000 shares of common voting stock having the par value of \$1.00 per share.

ARTICLE 5

PRINCIPAL OFFICER AND REGISTERED AGENT

The street address of the principal office of the corporation is: 2501 Napoleon Bonaparte Drive, Tallahassee, Florida 32308. The name and address of the initial registered agent of the corporation is: Floyd M. Cleveland, 2501 Napoleon Bonaparte Drive, Tallahassee, Florida 32308.

ARTICLE 6

DIRECTOR

The number of directors constituting the initial board of directors is two and the names and addresses of each person who is to serve as a member there of are as follows:

Floyd M. Cleveland, 2501 Napoleon Bonaparte Drive, Tallahassee, Florida
32308

Rose N. Cleveland, 2501 Napoleon Bonaparte Drive, Tallahassee, Florida
32308

The number of directors may be changed from time to time by the bylaws.

ARTICLE 7

GOVERNING BOARD

The governing Board of this corporation shall be known as its Directors. The Directors need not be Stockholders of the corporation unless so required by the Bylaws. The Board of Directors shall be elected by the Stockholders at their annual meeting, or such other time as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of Directors necessary to constitute a quorum. The Board of directors may, by resolution (s) passed by a majority of the whole Board, designate one or more committees which to the extent provided in said resolution (s) or in the Bylaws shall have and may exercise all powers of the Board of Directors on the management of the activities and affairs of the corporation and may have the

power to authorize the seal of the corporation to be fixed to all papers which may require it: and such committee (s) shall have such name (s) as may be stated by the Bylaws of the corporation or as may be determined from time to time by the resolution adopted by the Board of Directors. The Board of Directors may elect such officers as the Bylaws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation or any article therein.

The number of Directors may from time to time be increased or decreased in such a manner as shall be provided by the Bylaws of this corporation, providing that the number of Directors conform to the Statutes of the Corporation Law of this state.

ARTICLE 8

INCORPORATOR

The name and address of the incorporation and subscriber to 10 shares of the common voting stock of this corporation is as follows:

Floyd M. Cleveland, 2501 Napoleon Bonaparte Drive, Tallahassee,
Florida 32308.

ARTICLE 9

FISCAL YEAR

The fiscal year of the corporation shall be from January 1 to December 31
each year

ARTICLE 10

WITNESS

IN WITNESS THEREOF, the undersigned does hereby execute and
acknowledge these articles this 17 th day of April, 2000.

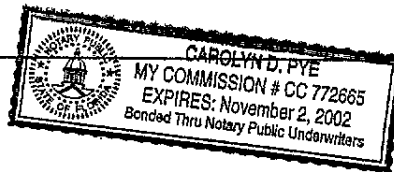
Floyd M. Cleveland

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 17th day of
April, 2000, by FLOYD M. CLEVELAND, who is
personally known to me or has produced FLOYD M. CLEVELAND as
identification.

NOTARY PUBLIC

Carolyn D. Pye 4-17-00



CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, FMC ENTERPRISES, INC. hereby designates
Floyd M. Cleveland and 2501 Napoleon Bonaparte Drive, Tallahassee, Florida 32308, as it's
registered agent and the street address of it's registered office, respectively, for service of
process within the State of Florida.

FMC ENTERPRISES, INC.

BY *Floyd M. Cleveland*
Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as Registered Agent of FMC ENTERPRISES, INC.
for service of process within the State of Florida.

FLDEN SHUM

BY *Floyd M. Cleveland*
Floyd M. Cleveland

Carolyn D. Pye 4-17-00



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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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