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April 20, 2000

FILED
00 APR 24 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-04/24/00-01145-008
*****78.75 *****78.75

RE: AMP Technologies, Inc.
Our File No. A6-00337

Ladies and Gentlemen:

Enclosed please find an executed original and copy of Articles of Incorporation with respect to AMP Technologies, Inc.

Also enclosed please find check number 7264 in the amount of \$78.75 in payment of the required filing fee including registered agent designation and certified copy.

Please file the Articles of Incorporation and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

Sincerely,


John A. Panyko
For the Firm

JAP/cmw

Enclosures (3)

F. C. 100-000

APR 26 2000

**ARTICLES OF INCORPORATION
OF
AMP Technologies, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is AMP Technologies, Inc., and its principal office is located at 435 Belle Chasse Drive, Pensacola, Florida 32506, its mailing address is the same.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock, all of one class and series.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 435 Belle Chasse Drive, Pensacola, Florida 32506, and the name of this corporation's initial registered agent is ALICIA M. POSTON.

ARTICLE VI
INCORPORATORS

The name and address of the incorporator is ALICIA M. POSTON, 435 Belle Chasse Drive, Pensacola, Florida 32506.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of April, 2000.



ALICIA M. POSTON, Incorporator

STATE OF FLORIDA)
)
COUNTY OF ESCAMBIA)

The foregoing instrument was acknowledged before me this 20th day of April, 2000, by ALICIA M. POSTON, who personally appeared before me and who is

personally known to me or who has produced _____ as identification.


NOTARY PUBLIC, State of Florida

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, ALICIA M. POSTON, am familiar with and hereby accept the appointment as Registered Agent for AMP Technologies, Inc., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 20th day of April, 2000.


ALICIA M. POSTON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA