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LAW OFFICES OF  
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John A. Racin, Esq.  
Lori D. Shelby, Esq.

Arthur B. Brand, Esq.

May 1, 2000

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

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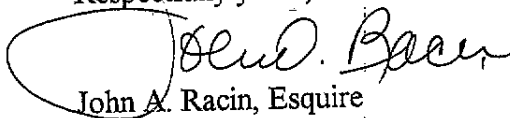
Dear Division of Corporations Representative,

Enclosed, please find the Articles of Incorporation for Metal Techniques, Inc. Also attached is a check #1074 in the amount of \$78.75 reflecting the filing fee and return certification. Please send the certification to:

JOHN A. RACIN, P.A.  
10850 S. US Highway One  
Port St. Lucie, Florida 34952

Thank you for your attention to this matter.

Respectfully yours,

  
John A. Racin, Esquire

cc: File

FILED  
00 MAY -5 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN MAY - 9 2000

# ARTICLES OF INCORPORATION METAL TECHNIQUES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

## ARTICLE I. CORPORATE NAME

The name of the corporation is METAL TECHNIQUES, INC.

## ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 1017 SW 37th Street, Palm City, Florida 34990.

## ARTICLE III. CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding at any one time is one hundred shares (100) of common stock, each share having a par value of ONE DOLLAR (\$1.00).

## ARTICLE IV. REGISTERED AGENT AND OFFICE

The name and address of the registered agent are JOHN A. RACIN, ESQUIRE, 10850 S. U.S. Hwy 1, Port St. Lucie, Florida 34990.

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00 MAY -5 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V.  
INCORPORATORS

The names and street addresses of the incorporators of these articles of incorporation are:

Jennifer Lockridge  
1017 SW 37th Street  
Palm City, FL 34990

ARTICLE VI.  
DURATION OF CORPORATION

The duration of the Corporation shall be perpetual.

ARTICLE VII.  
PRE-EMPTIVE RIGHTS

Each shareholder of the Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the Corporation that may from time to time be issued (whether or not presently authorized) including shares from the treasury, in the ratio that the number of shares he/she holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the Corporation stating the price, terms, and conditions of the issue of the shares and inviting him/her to exercise his/her pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of the notice from the Corporation.

ARTICLE VIII.  
INDEMNIFICATION

The Corporation shall indemnify any officer or executive committee member, or any former officer or executive committee member, to the full extent provided by law.

ARTICLE IX.  
AMENDMENTS

Any amendment of the Articles of Incorporation of the Corporation shall require a minimum two-thirds (2/3) vote of the shareholders.

Any amendment of the Bylaws of the Corporation shall require a minimum two-thirds (2/3) vote of the shareholders.

ARTICLE X.  
CUMULATIVE VOTING

In any election of directors by the shareholder, each shareholder of record shall have the right to cumulate his/her shares and to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares equals, or to distribute them on the same principle among as many candidates as he/she sees fit, provided, however, that notice shall be given by any shareholder to the President or Vice President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he/she intends to cumulate his/her votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of the Corporation.

ARTICLE XI.  
DIRECTORS

The Corporation shall have one Director initially, whose name and address is as follows:

Jennifer Lockridge  
1017 SW 37th Street  
Palm City, FL 34990

ARTICLE XII.  
SUBSCRIBERS

The names and street addresses of the subscriber to these Articles of Incorporation is as follows:

Jennifer Lockridge  
1017 SW 37th Street  
Palm City, FL 34990

IN WITNESS WHEREOF, the undersigned Incorporators have executed  
these Articles of Incorporation this 27 day of April, 2000.

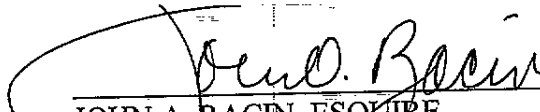
  
\_\_\_\_\_  
JENNIFER LOCKRIDGE -- INCORPORATOR

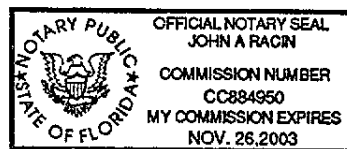
STATE OF FLORIDA  
COUNTY OF ST. LUCIE

BEFORE ME personally appeared JENNIFER LOCKRIDGE, to me well known and known to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they have executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named

above this 27<sup>th</sup> day of April, 2000.

  
\_\_\_\_\_  
JOHN A. RACIN, ESQUIRE  
NOTARY PUBLIC  
STATE OF FLORIDA



\_\_\_\_\_  
MY COMMISSION EXPIRES

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 AGENT / REGISTERED OFFICE, IN THE STATE OF FLORIDA.

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

JOHN A. RACIN, ESQUIRE  
10850 S U.S. Hwy. 1  
PORT ST. LUCIE, FLORIDA 34990

FILED  
00 MAY -5 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

  
JOHN A. RACIN, ESQUIRE

4/27/00  
DATE