

Robert A. Pierce
Ausley & McMullen

Requestor's Name

227 S. Calhoun Street

Address

Tallahassee, FL 32301

City/State/Zip

425-5457

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- | | Corporation Name | Document # |
|----|------------------------------|------------|
| 1. | Global Remanufacturing, Inc. | NEW |
| 2. | | |
| 3. | | |
| 4. | | |

RECEIVED
00 JUN 28 PM 2:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
00 JUN 28 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Walk in ☐ Pickup time ☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS
<input checked="" type="checkbox"/> Profit
<input type="checkbox"/> NonProfit
<input type="checkbox"/> Limited Liability
<input type="checkbox"/> Domestication
<input type="checkbox"/> Other

AMENDMENTS
<input type="checkbox"/> Amendment
<input type="checkbox"/> Resignation of R.A., Officer/Director
<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Dissolution/Withdrawal
<input type="checkbox"/> Merger

OTHER FILINGS
<input type="checkbox"/> Annual Report
<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Name Reservation

REGISTRATION/ QUALIFICATION
<input type="checkbox"/> Foreign
<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Reinstatement
<input type="checkbox"/> Trademark
<input type="checkbox"/> Other

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*****78.75 *****78.75

T. SMITH JUN 28 2000
Examiner's Initials

AUSLEY & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

227 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560
Writer's Direct Line: (850) 425-5457

June 28, 2000

Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

VIA HAND DELIVERY

Re: Global Remanufacturing, Inc.

Dear Madam/Sir:

Enclosed for filing are the original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above-referenced corporation. Also enclosed is our check in the amount of \$78.75 to cover the filing fee (\$35.00), designation of registered agent (\$35.00), and charge for a certified copy (\$8.75).

I would appreciate your calling me at 425-5457 when the certified copy is ready, and I will arrange for someone to pick it up. Please do not hesitate to call me or Bob Pierce if you have any questions.

Thank you in advance for your usual assistance in these matters.

Sincerely,

Donna Marie Walters,
Legal Assistant to Robert A. Pierce

/dmw

Enclosures

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**ARTICLES OF INCORPORATION
OF
GLOBAL REMANUFACTURING, INC.**

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

**Article 1.
Name and Principal Office**

The name of this Corporation shall be **Global Remanufacturing, Inc.** The principal place of business and mailing address of this Corporation is 4920 Woodlane Circle, Tallahassee, Florida 32303.

**Article 2.
Nature of Business**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**Article 3.
Stock**

The authorized capital stock of this Corporation shall consist of One Thousand (1,000) shares of common stock of One Dollar (\$1.00) par value shares. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

**Article 4.
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

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TALLAHASSEE, FLORIDA

Article 5.
Incorporator

The name and street address of the Incorporator of this Corporation are as follows:

DARRELL B. MOORE
3628 Westmoreland Drive
Tallahassee, Florida 32303

Article 6.
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

Article 7.
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 227 South Calhoun Street, Tallahassee, Florida 32301. The name of the initial Registered Agent of the Corporation at the above address shall be **ROBERT A. PIERCE**. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

Article 8.
Number of Directors

This Corporation shall have no fewer than two (2) and no more than five (5) Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

Article 9.
Initial Board of Directors

The initial Board of Directors shall consist of two (2) persons. The name and street address of each of the members of the initial Board of Directors of this Corporation, who shall hold office until the first annual meeting of the Shareholders and thereafter until his successor is elected, are as follows:

DARRELL B. MOORE
3628 Westmoreland Drive
Tallahassee, Florida 32303

WILBERT S. FOX
3308 West Lakeshore Drive
Tallahassee, Florida 32312

Article 10.
Officers

The Corporation shall have a president, a secretary, and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

President and Treasurer **DARRELL B. MOORE**
3628 Westmoreland Drive
Tallahassee, Florida 32303

Secretary **WILBERT S. FOX**
3308 West Lakeshore Drive
Tallahassee, Florida 32312

Article 11.
Transactions In Which Directors
Or Officers Are Interested

11.01. No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because such Director or Directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

A. The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

B. The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

C. The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

1.02. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

Article 12.

Financial Information

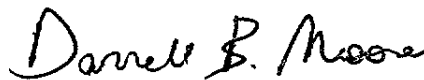
The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its Shareholders, nor shall the Corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the Shareholders each year hereafter unless a resolution to the contrary has been adopted by the Shareholders.

Article 13.

Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 28th day of June, 2000.



DARRELL B. MOORE
Incorporator

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 28th day of June, 2000, by **DARRELL B. MOORE**. Such person: (☒) is personally known to me; (☐) produced a current Florida driver's license as identification; (☐) produced _____ as identification.



(Notarial Seal)

Maxmilian Bronisevsky
MY COMMISSION # CC871553 EXPIRES
September 14, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

A handwritten signature in cursive script, reading "Maxmilian Bronisevsky", written over a horizontal line.

Signature of Notary Public

MAXMILIAN BRONISEVSKY
(Typed or Printed Name of Notary Public)

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Global Remanufacturing, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated 227 South Calhoun Street, Tallahassee, Florida 32301, as its initial registered office and has named **ROBERT A. PIERCE**, located at said address, as its initial Registered Agent.



DARRELL B. MOORE

Incorporator

Date: June 28TH, 2000

Having been named Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as Registered Agent.



ROBERT A. PIERCE

Registered Agent

Date: June 28TH, 2000

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TALLAHASSEE, FLORIDA