

PO0000068546

LAW OFFICE  
GELB & SPATZ

3400 SOUTHWEST, THIRD AVENUE  
MIAMI, FLORIDA 33145

MONROE GELB  
CARL A SPATZ

July 12, 2000

MIAMI (305) 856-0233  
BROWARD (305) 522-8483  
FAX NO. (305) 856-9116

By FedEx

Secretary of State  
Division of Corporations (New filings)  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: National Tool & Die, Inc.

900003323819--8  
-07/14/00--01081--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

In reference to the captioned corporation, please find enclosed herewith the following:

1. Original and an executed copy of the Articles of Incorporation
2. A check made payable to the Division of Corporations in the sum of \$78.75 for the following:

|  |                |
|--|----------------|
| Filing Fee                                     | \$35.00        |
| Certified copy of<br>Articles of Incorporation | \$8.75         |
| Registered Agent Designation                   | <u>\$35.00</u> |
| <b>TOTAL</b>                                   | <b>\$78.75</b> |

Please return to the undersigned a certified copy of the Articles of Incorporation.

Very truly yours,

GELB & SPATZ

BY: Carl A. Spatz  
CARL A. SPATZ

CAS/cs  
Enclosures  
corporat\secofsta.lt6

00 JUL 14 AM 8:52  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T BROWN JUL 19 2000

ARTICLES OF INCORPORATION  
OF  
NATIONAL TOOL & DIE, INC.

FILED  
00 JUL 14 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name and physical address of the corporation is:

NATIONAL TOOL & DIE, INC.  
340 WEST 78TH ROAD  
HIALEAH, FLORIDA 33012

ARTICLE II

This corporation shall have perpetual duration:

ARTICLE III

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 Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares the corporation is authorized to issue is one hundred (100) shares, each share to be of \$10.00 par value, in two (2) classes of stock which shall be designated and described as follows:

- |     |                              |           |
|-----|------------------------------|-----------|
| (a) | Class "A" - Voting Stock     | 25 shares |
| (b) | Class "B" - Non-Voting Stock | 75 shares |

only the holder or holders of Class "A" voting stock shall have voting rights for all corporate purposes, unlimited in nature including but not limited to election of Directors. Both classes of stock shall be treated equally in all other respects except that the holders of Class "B" stock shall have no voting rights of any kind.

ARTICLE V

The street address of the registered agent of the corporation is 340 West 78th Road, Hialeah, Florida 33012, and the name of the registered agent is ANTHONY F. D' ANDREA.

**ARTICLE VI**

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person serving as director until his successor is elected is:

**NAME:**

ANTHONY F. D'ANDREA

**ADDRESS:**

340 West 78th Road  
Hialeah, Florida 33014

**ARTICLE VII**

The name and address of the sole incorporator is:

**NAME:**

ANTHONY F. D'ANDREA

**ADDRESS:**

340 West 78th Road  
Hialeah, Florida 33014

Dated this 12 day of July, 2000.

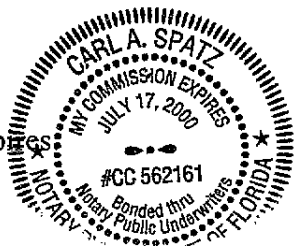
  
\_\_\_\_\_  
ANTHONY F. D'ANDREA

STATE OF FLORIDA                     )  
  )SS  
COUNTY OF MIAMI-DADE         )

I HEREBY CERTIFY that on this day before me personally appeared ANTHONY F. D'ANDREA who is personally known to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same as his voluntary act and deed.

Witness my hand and seal in the County and State last aforesaid this 12 day of July, 2000.

My commission expires



  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

The undersigned hereby accepts the designation of registered agent in the State of Florida for National Steel Products, Inc., and hereby agrees to serve as registered agent until said designation is terminated in accordance with the Florida General Corporation Act.

  
\_\_\_\_\_  
ANTHONY F. D'ANDREA

**FILED**  
00 JUL 14 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA

)

)SS

COUNTY OF MIAMI-DADE

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I HEREBY CERTIFY that on this day before me personally appeared ANTHONY F. D'ANDREA who is personally known or exhibited his drivers license as identification to me known to be the person described in and who executed the foregoing Acceptance of Designation as Registered Agent and acknowledged before me that he executed same of his voluntary act and deed.

Witness my hand and seal in the County and State last aforesaid this 12 day of July, 2000.

Carl A. Spatz  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

