

P000000094971

Michael T. Mathewson
478 Lake Asbury Dr.
Green Cove Springs, Florida. 32043

September 24, 2000

Bureau of Corporate Records
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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-09/27/00--01065--010
*****70.00 *****70.00

RE: **SPEEDCRAFT ENGINEERING, INC.**

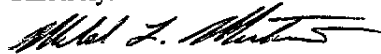
Dear Sir:

Please find enclosed a check in the amount of \$70.00, Made payable to Florida Department of state and the duly executed originals and copies for both the Articles of Incorporation of the above referenced corporation and the Certificate of Registered Agent.

Please call if you have questions:

Home: 904-272-9674
Office: 904-276-9720

Sincerely:



Michael T. Mathewson

EFFECTIVE DATE
10-5-00

FILED
00 OCT -9 AM 10:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

~~100-237992~~

called 10/2 No Answer

T BROWN OCT - 9 2000

ARTICLES OF INCORPORATION
OF
SPEEDCRAFT ENGINEERING, INC.

FILED
00 OCT -9 AM 10:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME

Section 1.1 Name. The name of the corporation is
SPEEDCRAFT ENGINEERING, INC.

EFFECTIVE DATE
10-5-00

ARTICLE II

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence of the date these Articles are executed and acknowledged, except that if they are not filed by the Department of the State of Florida within five days, Exclusive of legal holidays, after they are executed and acknowledge, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSE

Section 3.1 Purpose. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock Which this corporation is authorized to have outstanding at any one time is 1000 shares Of common stock having a par value of \$1.00 per share. Said authorized shares may be Divided into voting and non-voting shares before issuance by action of the board of Directors; provided, however, that in the event that such designation is not specifically Made by the board of directors, said stock shall be deemed voting.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may by agreement Bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock Of this corporation as is deemed necessary.

Section 4.3 Approval of Shareholders Required for Merger. The approval of a Majority of the holders of Common Stock of this corporation to any plan of merger or Consolidation shall be required in every case, whether or not such approval is required by law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial principal/~~Registered~~ office of this corporation is **994 Blanding Boulevard Suite 101, Orange Park, FL 32065** The name of the initial registered agent of this corporation is **Michael T. Mathewson**.

ARTICLE VI

DIRECTORS

Section 6.1 Number. This corporation shall have three (3) directors initially. The number of Directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and street address of the members of the first Board of Directors of the corporation are:

Michael T. Mathewson

**478 Lake Asbury Drive
Green Cove Springs, FL. 32043**

Marie A. Mathewson

**478 Lake Asbury Drive
Green Cove Springs, FL. 32043**

Dwight A. Baldwin

**2728 Riverside Avenue
Jacksonville, FL 32205**

Section 603 Compensation. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also Serve the corporation in any other capacity and receive compensation therefore in any form.

Section 6.4 Indemnification. The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees, and agents to the full extent permitted by law.

ARTICLE VII

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE VIII

INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation is:

Michael T. Mathewson

478 Lake Asbury Drive

Green Cove Springs, Fl. 32043

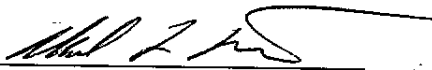
ARTICLE IX

AMENDMENT

Section 9.1 Amendment. This corporation reserves the right of amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 5th day of
~~September~~ 2000.

October
MTM


Michael T. Mathewson

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR
THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Florida Statutes 48.091 and 607.034, the following is submitted:

SPEEDCRAFT ENGINEERING, INC., desiring to organize or qualify under the laws of the State of Florida, hereby designated **Michael T. Mathewson** as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be **994 Blanding Boulevard Suite 101, Orange Park, Florida 32065**.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Michael T. Mathewson

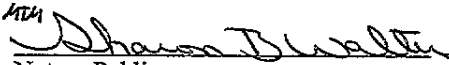
Dated 10/5/00

FILED
00 OCT -9 AM 10:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)
COUNTY OF Day) SS

The foregoing instrument was acknowledged before me by **Michael T. Mathewson** who is/is not Personally known to and/or who has produced _____ as identification and who did/did not take an oath, this 5th day of September 2000.

October


Notary Public
State of Florida at Large
My commission expires:



Sharon B. Walters
MY COMMISSION # CC593439 EXPIRES
December 22, 2000
BONDED THRU TROY FAIR INSURANCE, INC.