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SPINNER DITTMAN FEDERSPIEL & DOWLING LLP ATTORNEYS AT LAW

ROBERT A. DITTMAN, P.A. 1
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ROBERT W. FEDERSPIEL, P.A.

ISI N.W. FIRST AVENUE DELRAY BEACH, FLORIDA 33444

JOHN W. SPINNER (1927-1998)

TELEPHONE (561) 276-2900 FACSIMILE (561) 276-5489

TALSO ADMITTED IN OHIO AND COLORADO 2ALSO ADMITTED IN NEW YORK AND ILLINOIS FAMILY LAW AND CIRCUIT COURT MEDIATOR AND ARBITRATOR

December 11, 2000

FILED

00 DEC 15 PM II: 29

SECRETARY OF STATE
AND A SEFF. FI ORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: Precision Surface Preparation, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of Precision Surface Preparation, Inc., together with my client's check in the amount of \$70.00 to cover the following:

Filing Fee \$35.00 Certified Copy 35.00 TOTAL \$70.00

600003503046--3 -12/18/00--01012--011 *****70.00 ******70.00

Also enclosed is the executed Resident Agent Form. Please send me a certified copy of the Articles of Incorporation.

Thank you for your kind attention.

Sincerely,

ROBERT W. FEDERSPIEL, P.A.

Robert W. Federspiel

RWF:kp Enc. 3

ARTICLES OF INCORPORATION of PRECISION SURFACE PREPARATION, INC.

FILED

00 DEC 15 PM 11: 29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - Name

The name of this corporation is PRECISION SURFACE PREPARATION, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

To engage in the business of automotive, marine, and aircraft surface preparation, and all related businesses, and to engage in any activity or business permitted under the law of the United States and the State of Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 100 shares of ten dollar (\$10.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - Capital

The minimum amount of capital with which the corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE VI - Initial Registered Office and Agent

The street address of the principal office and initial registered office of this corporation is 786 S.W. 17th Avenue, Delray Beach, Florida 33444, and the name of the initial registered agent of this corporation is GARY McGEE.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) signing these Articles is:

GARY McGEE 786 S.W. 17th Avenue Delray Beach, FL 33444

ARTICLE VIII - Incorporator

The name(s) and address(es) of the person(s) signing these Articles is:

GARY McGEE 786 S.W. 17th Avenue Delray Beach, FL 33444

ARTICLE IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this ______ day of December, 2000.

Gary McGee

STATE OF FLORIDA __

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared GARY McGEE, known to me and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this (3) day of December, 2000.

Kelly S. Parsons
MY COMMISSION # CC687701 EXPIRES
February 1, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public
State of Florida
My commission expires:
(SEAL)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - that Precision Surface Preparation, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Delray Beach, County of Palm Beach, State of Florida, has named GARY McGEE, located at786 S.W. 17th Avenue, City of Delray Beach, County of Palm Beach, and State of Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Gary McGee

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SECRETARY OF STATE
SECRETARSEE, FLORIBA