

Metalmen Inc.  
P O Box 616  
Clarcona, FL 32710-0616

December 15, 2000

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

500003510375--8  
-12/21/00--01052--014  
\*\*\*\*122.50 \*\*\*\*\*78.75

Dear Sirs:

Please accept the enclosed Articles of Incorporation for Metalmen Inc. If you have any questions, please contact me at the phone or address listed above.

Enclosed find a check for \$122.50. We understand that to be the full filing fee for the corporation papers enclosed.

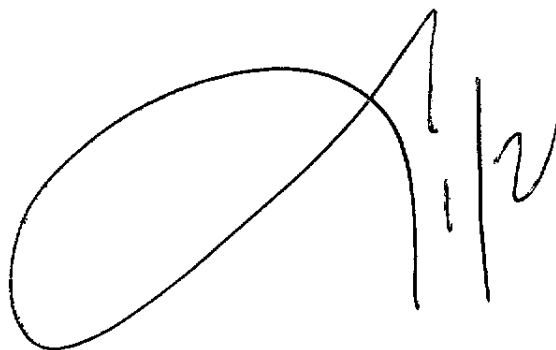
Thank you aeon for your assistance in handling this matter.

Sincerely,



Garry McClellan  
Director

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00 DEC 21 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION  
OF  
Metalmen Inc.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I  
NAME

The name of the corporation shall be:  
Metalmen Inc.

The principle place of business of this corporation shall be:  
550 First Street, Ocoee, FL 34761

ARTICLE II  
NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III  
CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1000 shares and these shares shall be of common stock issued with a par value of One dollar (\$1.00) per share.

ARTICLE IV  
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V  
DIRECTORS

The names and street addresses of the initial officer and/or directors, who shall hold the office the first year of the corporations existence or until the successor's are elected are:

Director: Garry McClellan, 550 First St.  
Ocoee, FL 34761

Director: John Barnes, 1004 Center Street  
Ocoee, FL 34761

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SECRETARY OF STATE  
FLORIDA

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ARTICLES OF INCORPORATION  
Metalmen Inc.

ARTICLE VI  
INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

Garry McClellan  
550 First Street  
Ocoee, FL 34761

In WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th of December, 2000.

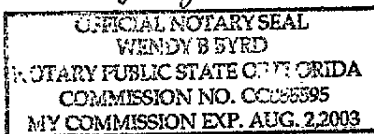
  
Garry McClellan  
Signature of Incorporator

State of Florida at Large

The foregoing instrument was acknowledged and sworn to before me this 15th of December 2000 by Garry McClellan known as such, of Metalmen Inc.

Florida Driver License: MZ44292592050

  
Notary Public



CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Metalmen Inc.
2. The name and address of the registered agent and office is:  
John Barnes, 1004 Center Street, Ocoee, FL 34761

Signature Garry McClellan  
Garry McClellan  
Corporate Officer  
Title 1st M -  
Date 12/15/00

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature John Barnes  
John Barnes  
Date 12/15/00

**FILED**  
00 DEC 21 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA