

P01000001948
Curd & Associates, Co.
Accountants

1208 Bell Shoals Road
Brandon, Florida 33511
(813) 689-9360

Sue Ann Curd, EA
Enrolled to practice before
The Internal Revenue Service

FILED
01 JAN -2 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 29, 2000

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

EFFECTIVE DATE
1-1-01

Dear Sir,

Enclosed please find Articles of Incorporation for MEGADA MCKINNON, INC., along with a check for \$122.50 to cover cost of this corporation. This corporation wishes to begin business January 1, 2001.

Thank you.

Sincerely,

500003518555-7
-01/02/01--01078--005
122.50 *78.75

Sue Ann Curd
Accountant

Enclosures

net-5-01

ARTICLES OF INCORPORATION
OF
MEGADA MCKINNON, INC.

FILED
01 JAN -2 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the information, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME AND ADDRESS OF CORPORATION

The name of the corporation shall be:

MEGADA MCKINNON, INC.

EFFECTIVE DATE

1-1-01

The address of the corporation shall be
17601 NW 8th Street, Pembroke Pines, FL 33029.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation may engage in wholesale sales, or in any business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time is Twelve Hundred (1200) shares of common stock, each share having the par value of One (\$1.00) dollar.

ARTICLE IV

CORPORATE EXISTENCE

This corporation shall exist perpetually commencing on January 1, 2001, and acknowledgment of these Articles, unless dissolved according to law.

ARTICLE V

INITIAL CAPITAL

The amount of the capital with which the corporation shall begin business is Twelve Hundred (\$1200.00) Dollars.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

First that MEGADA MCKINNON, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Brandon, Florida, has named George M. Rubesha of 1208 Bell Shoals Rd., Brandon FL 33511, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above corporation, at the place designated in the above, I hereby agree to act in this capacity, the proper and complete performance of my duties.


REGISTERED AGENT

ARTICLE VII

DIRECTORS

The corporation shall be governed by a Board of no less than one nor more than fifteen directors. It shall not be necessary for the directors to be stockholders. The number of Directors herein provided for may be increased or decreased at any regular or special meeting of the stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors and officers who are to serve as members thereof are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Dolores M. Harold	2536 SE 38th Ave Portland, OR 97202	President

George M. Rubesha

1208 Bell Shoals Rd.
Brandon, FL 33511

Treasurer

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE X

The names and street addresses of the subscribers to these Articles of Incorporation is:

Name

Address

George M. Rubesha

1208 Bell Shoals Road
Brandon, FL 33511

IN WITNESS THEREOF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation for profit under the laws of the State of Florida, this 28th day of December, 2000.


