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CUMMINGS&LOCKWOOD

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Division of Corporations

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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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Account Name : CUMMINGS & LOCKWOOD  
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Phone : (941) 649-3186  
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02 MAY 23 PM 12:15

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**FLORIDA PROFIT CORPORATION OR P.A.**

**ELITE LINE SERVICES, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
ELITE LINE SERVICES, INC.**

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

ELITE LINE SERVICES, INC.

SECOND: The principal office and the mailing address of the Corporation is:

476 Southridge Industrial Drive  
Tavares, FL 32778

THIRD: The aggregate number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, and the par value of each such share shall be One Cent (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

3100 Tamiami Trail North  
4th Floor  
Naples, FL 34103

and the name of the Corporation's initial registered agent at such address is:

CLASP INC.

FIFTH: The name and address of the sole incorporator of the Corporation is:

CLASP INC.  
3100 Tamiami Trail North  
4th Floor  
Naples, FL 34103

Prepared by Joel H. Schechter, Esq.  
Cummings & Lockwood LLC  
P.O. Box 413032  
Naples, Florida 34101  
(941) 649-3128  
Florida Bar No. 0606987

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SIXTH: The number of Directors constituting the initial Board of Directors of the Corporation is five (5). The number of Directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the persons to serve as the members of the Board of Directors of the Corporation until the first annual meeting of the Shareholders of the Corporation, or until their successors have been elected and qualified, are as follows:

Hendrik J. Hartong, Jr.  
Brynwood Partners  
Two Sound View Drive  
Greenwich, CT 06830

Joan Y. McCabe  
Brynwood Partners  
Two Sound View Drive  
Greenwich, CT 06830

Theodore J. Majewski  
G & T Conveyor Company  
476 Southridge Industrial Drive  
Tavares, FL 32778

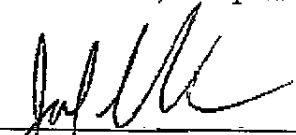
John S. Majewski  
c/o G & T Conveyor Company  
476 Southridge Industrial Drive  
Tavares, FL 32778

Ian B. McTaggart  
Brynwood Partners  
Two Sound View Drive  
Greenwich, CT 06830

NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 23 day of May, 2002.

CLASP INC., Incorporator

By:

  
Joel Schechter, President

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation is: ELITE LINE SERVICES, INC.
2. The name and address of the registered agent and office is:

CLASP INC.  
3100 Tamiami Trail North, 4th Floor  
Naples, Florida 34103

*Having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Initial Registered Agent

CLASP INC.

BY:

  
Joe Schechter, President

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