

PO2000098354
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ATTORNEY AT LAW

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September 4, 2002

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: *RaeCo Metal Specialties, Inc.*

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above referenced corporation (including designation of Resident Agent) together with a check payable to your order in the amount of \$78.75 to cover the following:

Filing fee for Charter	\$ 35.00
Certified copy of Charter	8.75
Filing fee for Certificate of Registered Agent	35.00
TOTAL:	\$ 78.75

Please return the certified copy of the Charter to me.

Thank you for your cooperation in this matter.

Sincerely yours,

Michael J. Cooper

MJC/slw

Enclosures

xc: Mr. Mark Schad

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*****78.75 *****78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 SEP -9 AM 8:05

BR 9/12

**ARTICLES OF INCORPORATION
OF**

RaeCo Metal Specialties, Inc.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP -9 AM 8:05

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is RaeCo Metal Specialties, Inc. with a principal office and mailing address of 3977 SW 89th Avenue, Ocala, FL 34474.

ARTICLE II - COMMENCEMENT AND DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED OFFICE

The street address of the initial principal office and registered office of the corporation is: 3977 SW 89th Avenue, Ocala, FL 34474. The name of its initial Registered Agent is Mark Schad.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director(s) is:

MARK SCHAD, 3977 SW 89TH AVENUE, OCALA, FL 34474

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

MARK SCHAD, 3977 SW 89TH AVENUE, OCALA, FL 34474

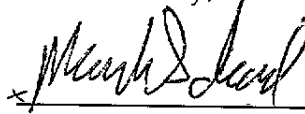
ARTICLE VIII

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

ARTICLE IX - PRE-EMPTIVE RIGHTS

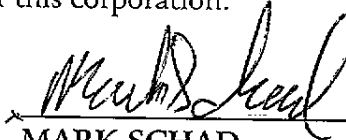
The shareholder(s) may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the 3 day of September, 2002.



MARK SCHAD
Incorporator

I, MARK SCHAD, accept the office of Registered Agent. I am located at 3977 SW 89th Avenue, Ocala, FL 34474, the registered office of this corporation.



MARK SCHAD
Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 3 day of September, 2002 by MARK SCHAD, as Incorporator and MARK SCHAD, as Registered Agent, who:

- A) is/are personally known to me OR
 who has/have produced a driver's license OR
 other identification:
B) did OR did not take an oath.

Print Name: Michael J. Cooper

AFFIX SEAL OF NOTARY PUBLIC DATE:

