

AUG 16 2004 15:01 GRAY HARRIS & ROBINSON, P.A. 321 984 4122 01  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Precision Holdings, Inc.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 16, 2004

GRAY HARRIS & ROBINSON PA

SUBJECT: PRECISION HOLDINGS, INC.  
REF: W04000031108

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION**  
**OF**  
**PRECISION HOLDINGS OF BREVARD, INC.**

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**ARTICLE I - NAME**

The name of this corporation is Precision Holdings of Brevard, Inc.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue Ten Million (10,000,000) shares of common stock, no par value, and One Million (1,000,000) shares of preferred stock, with a par value of Ten (\$0.10) Cents.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1800 West Hibiscus Blvd., Suite 138, Melbourne, Florida 32901, and the name of the initial registered agent of this corporation at that address is Mark D. Shuman.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Brian Tindall	3605 Sparrow Hawk Trail Mims, Florida 32754

**ARTICLE VIII - INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Mark D. Shuman GrayRobinson, P.A.	1800 W. Hibiscus Blvd. Suite 138 Melbourne, Florida 32901

**ARTICLE IX - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X****APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XI - COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**ARTICLE XII - INDEMNIFICATION**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE XIII - AMENDMENT**

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

**ARTICLE XIV - PRINCIPAL OFFICE**

The principal office address and mailing address of this corporation shall be: 3605 Sparrow Hawk Trail, Mims, Florida 32754.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of August, 2004.

  
MARK D. SHUMAN, INCORPORATOR

STATE OF FLORIDA :  
COUNTY OF BREVARD :

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Mark D. Shuman, who is personally known to me (or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath) and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 16<sup>th</sup> day of August, 2004.

My Commission Expires:



Lori G. Boyles  
NOTARY PUBLIC

State of Florida at Large

Lori G. Boyles  
Printed Name

Commission No. \_\_\_\_\_

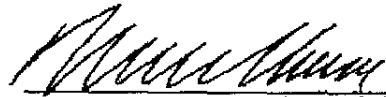
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that Precision Holdings of Brevard, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Mims, County of Brevard, State of Florida, has named Mark D. Shuman, located at 1800 W. Hibiscus Boulevard, Suite 138, Melbourne, Florida 32901, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation at the 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.

 (S)

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