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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (800)494-3124
Fax Number : (305)675-2811

FLORIDA PROFIT CORPORATION OR P.A.

Altra Americas Corp

Certificate of Status	0
Certified Copy	0
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RECEIVED
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be

ALTRA AMERICAS CORP

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is

13214 SUMMERTON DR
ORLANDO, FL 32824

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock

1500 COMMON SHARES PAR VALUE \$0.01

ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)

The name(s), address(es), and title(s) of the directors and officers is:

DIRECTOR

ARMANDO DI FRANCESCO
13214 SUMMERTON DR
ORLANDO FLORIDA 32824

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CLERK OF STATE
TALLAHASSEE, FLORIDA

DIRECTOR

CONSTANTINO TRIMARCHI
13214 SUMMERTON DR
ORLANDO FLORIDA 32824

DIRECTOR

JOSE VAZQUEZ
13214 SUMMERTON DR
ORLANDO FLORIDA 3282

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

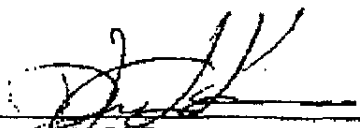
ARMANDO DI FRANCESCO
13214 SUMMERTON DR
ORLANDO FLORIDA 32824

ARTICLE VII INCORPORATOR

The name and Florida street address of the incorporator is:

ARMANDO DI FRANCESCO
13214 SUMMERTON DR
ORLANDO FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Armando Di Francesco / Registered Agent

11/11/2005
Date


Armando Di Francesco/Incorporator

11/11/2005
Date

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