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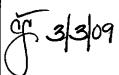
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SECRETARY OF STATE ON OF CORPORATION OF CORPORATION



LÁW OFFICE OF KELLY B. HARDWICK, III

Telephone: (863) 533-1300 FAX: (863) 534-8175 341 W Davidson Street Suite 301 Post Office Box 778 Bartow, FL 33830-0778

February 25, 2009

SECRETARY OF STATE DIVISION OF CORPORATIONS

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

Re: SMITH CHALLENGER MANUFACTURING AND SERVICES, INC.

Dear Sir:

I have enclosed the executed original and one copy of the proposed Articles of Incorporation for SMITH CHALLENGER MANUFACTURING AND SERVICES, INC. Please certify the copy and return the same to us for our records.

I am also enclosing my check for \$78.75 made payable to the Secretary of State, as payment for the following expenses:

Filing Fee/Incorporation \$ 35.00 Registered Agent 35.00 Certified Copy 8.75.

Thank you for your attention to the foregoing. If you have any questions, please do not hesitate to contact me.

Sincerely

Kelly B. Hardwick, III

:pe Enclosures as noted

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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OF

SMITH CHALLENGER MANUFACTURING AND SERVICES, INC.

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is **SMITH CHALLENGER MANUFACTURING AND SERVICES, INC.**, and its principal place of business and mailing address shall be located at <u>1303 Timberidge Loop South</u>, <u>Lakeland</u>, **Florida 33809**.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business including but limited to manufacturing and servicing manufactured items.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue SEVEN THOUSAND, FIVE HUNDRED (7,500) shares of common stock at One and NO/100 (\$1.00) Dollars par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1303 Timberidge Loop South, Lakeland, Florida 33809, and the name of the initial registered agent of this corporation at that address is BETTY JEAN SMITH.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have **TWO (2)** Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	/	<u>Address</u>
KEITH E. SMITH		1303 Timberidge Loop South Lakeland, Florida 33809
BETTY JEAN SMITH		1303 Timberidge Loop South Lakeland, Florida 33809

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

Name	Address
<u>President</u>	1303 Timberidge Loop South
BETTY JEAN SMITH	Lakeland, Florida 33809
<u>Vice President</u>	1303 Timberidge Loop South
KYLE JAMES SMITH	Lakeland, Florida 33809
Secretary LONI JO SMITH	1303 Timberidge Loop South Lakeland, Florida 33809
Treasurer	1303 Timberidge Loop South
LONI JO SMITH	Lakeland, Florida 33809

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name Address

KEITH E. SMITH 1303 Timberidge Loop South

Lakeland, Florida 33809

BETTY JEAN SMITH 1303 Timberidge Loop South

Lakeland, Florida 33809

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided \$607.0831, Florida Statutes (2008).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: Hornary 25

2009.

Bv:

KEITH E. SMITH

Incorporator

sy: King C.f.

BETTY JEAN SMITH

Incorporator

CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that SMITH CHALLENGER MANUFACTURING AND SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, has named BETTY JEAN SMITH, located at 1303 Timberidge Loop South, Lakeland, Florida 33809, as its agent to accept service of process within Florida.

Dated: Labruary 25.

Incorporator

BETTY JEAN SMITH

Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 agree to act in this capacity. 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.

Dated: <u>February 25</u>, 2009.

Registered Agent