

Aug. 13, 2009 9:45AM Internet Bolt  
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Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Nuco Holdings, Inc.**

Certificate of Status	1
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**ARTICLES OF INCORPORATION  
OF  
NUCO HOLDINGS, INC.**

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

**ARTICLE I  
Name**

The name of this corporation is:

Nuco Holdings, Inc.

**ARTICLE II  
Duration**

This corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation.

**ARTICLE III  
Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation is 12402 North 56th Street, Tampa, Florida 33617.

**ARTICLE IV  
Capital Stock**

This corporation is authorized to issue one hundred thousand (100,000) shares of common stock, each with a par value of one cent (\$.01).

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**ARTICLE V**  
**Preemptive Rights**

This corporation elects to have preemptive rights.

**ARTICLE VI**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 12402 North 56th Street, Tampa, Florida 33617, and the name of the initial registered agent of this corporation at that address is F. Joseph Rakocy.

**ARTICLE VII**  
**Incorporator**

The name and mailing address of the incorporator are:

Name:

Address:

F. Joseph Rakocy

12402 North 56th Street  
Tampa, Florida 33617

**ARTICLE VIII**  
**Initial Board of Directors**

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The name and street address of the initial directors of this corporation are:

Name:

Address:

F. Joseph Rakocy

12402 North 56th Street  
Tampa, Florida 33617

George Prybis

12402 North 56th Street  
Tampa, Florida 33617

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Gregory T. Bunn

12402 North 56th Street  
Tampa, Florida 33617

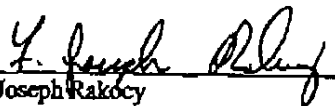
**ARTICLE IX**  
**Indemnification**

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

**ARTICLE X**  
**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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of August, 2009, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.

  
F. Joseph Rakocy  
Incorporator and Registered Agent

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