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ARTICLES OF INCORPORATION OF FCC INTERNATIONAL, INC.

# ARTICLE I NAME

The name of the corporation is FCC International, Inc.

### ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office of the corporation and the mailing address of the corporation is 351 Winter Haven Boulevard NE; Winter Haven, Florida 33881.

#### ARTICLE III INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation is 351 Winter Haven Boulevard NE, Winter Haven, Florida 33881, and the name of the initial registered agent of the corporation at that address is Joshua A. Snively.

#### ARTICLE IV PURPOSE

The business and purposes of the corporation are as follows:

(a) To qualify and conduct business as a domestic international sales corporation within the meaning of Sections 991 through 997 of the Internal Revenue Code of 1986 as currently in effect or as hereafter amended (or the equivalent provisions of any subsequent revenue laws) and the rules and regulations promulgated thereunder;

(b) To sell, exchange, or otherwise dispose of property manufactured, produced, grown, or extracted in the United States by other persons for direct use, consumption, or disposition outside the United States and to perform services related and subsidiary to any such sale, exchange, or other disposition;

(c) To lease or rent property manufactured, produced, grown, or extracted in the United States by other persons for direct use by unrelated persons outside the United States and to perform services related and subsidiary to any such lease or rental;

(d) To perform engineering or architectural services for construction projects located outside the United States:

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To purchase or otherwise acquire, own, and hold property manufactured, (e) produced, grown, or extracted in the United States by other persons for direct use, consumption, or disposition outside the United States; assets used primarily in connection with the sale, lease, rental, storage, handling, transportation, packaging, assembly, or service of such property or the performance of such engineering and architectural services; accounts receivable and evidences of indebtedness arising by reason of transactions of the corporation; money, bank deposits, and other similar temporary investments reasonably necessary to meet working capital requirements; obligationsarising in connection with "producer's loans" and stock or securities of "related foreign export corporations" as defined in Sections 993(d) and 993(e), respectively, of the Internal Revenue Code of 1986 as currently in effect or as hcreafter amended (or the equivalent provisions of any subsequent revenue laws and the rules and regulations promulgated thereunder; obligations issued, guaranteed, or insured, in whole or in part, by the Export-Import Bank of the United States or the Foreign Credit Insurance Association; and obligations issued by a domestic corporation organized solely for the purpose of financing sales of export property pursuant to an agreement with the Export-Import Bank of the United States under which such corporation makes export loans guaranteed by such bank; and

(f) To engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act and to possess and exercise all the powers and privileges granted by the Florida Business Corporation Act or by any other law of the State of Florida, together with any lawful powers and privileges incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion, or attainment of the business or purposes of the corporation and are consistent with the continued qualification of the corporation as a domestic international sales corporation within the meaning of Sections 991 through 997 of the Internal Revenue Code of 1986 as currently in effect or as hereafter amended (or the equivalent provisions of any subsequent revenue laws) and the rules and regulations promulgated thereinder.

#### ARTICLE V CAPITAL STOCK

The corporation is authorized to issue ten thousand (10,000) shares of common stock with a par value of twenty-five cents (\$.25) per share.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have five (5) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and address of the initial directors who are to hold office until the first annual meeting of the shareholders or until their successors are duly elected and qualified as provided in the Bylaws, are as follows:

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| Carla S. Hardy | 1111 Bryan Mawr Street<br>Orlando, Florida 32804            |
|----------------|---|
| Kelly Stanley  | 2628 South Parkway Drive<br>Muncie, Indiana 47304           |
| Paul W. Schulz | 4015 Country Club Road South<br>Winter Haven, Florida 33881 |
| Harry Maziar   | 1420 Peachtree Stone, Ste. 250<br>Atlanta, Georgia 30309    |
| Richard Bail   | 222 N. Fremont Street<br>Chicago, Illinois 60614            |
|                |   |

#### ARTICLE VII TERM OF EXISTENCE

The corporation shall have perpetual existence.

#### ARTICLE VIII BYLAWS

Subject to any limitations at any time contained in the Bylaws of the corporation or in Chapter 607, Florida Statutes, the Bylaws of the corporation may be adopted, altered, amended or rescinded, and new Bylaws adopted, either by resolution of the Board of Directors or in the manner at any time provided in the Bylaws.

#### ARTICLE IX AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended or amended and restated pursuant to a resolution adopted by the Board of Directors

#### ARTICLE X INCORPORATOR

The name and address of the incorporator of the corporation are as follows:

Joshua A. Snively

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351 Winter Haven Boulevard NE Winter Haven, Florida 33881

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of August, 2012.

Joshua A. Snively, Incorporator

## ACCEPTANCE OF REGISTERED AGENT

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

Joshua A. Snively, Registered Agent



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