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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 222-4000

FROM: COONEY, WARD, LESHER & DAMON, P.A.
1555 PALM BEACH LAKES BLVD, SUITE 1000
WEST PALM BEACH FL 33401-0000
CONTACT: STEVEN E KELLY
PHONE: (407) 689-8111
FAX: (407) 689-9303

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: TEKFORM INDUSTRIES, INC.
FAX AUDIT NUMBER: H95000000010
CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/03/1995
TIME REQUESTED: 10:49:20
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01.03.95 11:01AM *COONEY, WARD, LESHER

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ARTICLES OF INCORPORATION
OF
TERFORM INDUSTRIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: TERFORM INDUSTRIES, INC.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address and principal place of business of this Corporation is: 1673 S. Neimyer Circle, Port St. Lucie, Florida, 34952.

Prepared By:
Linda Molfetta, Legal Assistant
(407) 689-8111
Cooney, Ward, Lehar & Damon, P.A.
1555 Palm Beach Lakes Blvd., St. 1000
West Palm Beach, FL 33401

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ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 50,000 shares of common voting stock.

ARTICLE VI - SHAREHOLDER RIGHTS

Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This Article VI pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the Corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the Corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is 1673 S. Neimayer Circle, Port St. Lucie,

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Florida, 34952, and the name of its initial registered agent at that address is Philip M. Ward, III.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

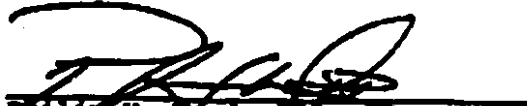
Name

Address

Philip M. Ward, III

1555 Palm Beach Lakes Boulevard
Suite 1000
West Palm Beach, FL 33401

DATED this 3rd day of January, 1995.


Philip M. Ward, III
(Incorporator and Registered Agent)

STATE OF FLORIDA


COUNTY OF PALM BEACH

) ss:
)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Philip M. Ward, III, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 3rd day of January, 1995.

Notary Public

Sign: 
Print: Linda Wolfetta
State of Florida at Large
My Commission Expires: 7-11-97



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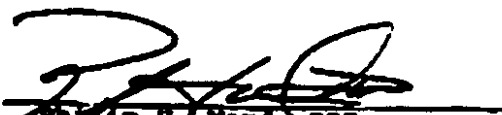
**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT:

Having been named to accept service of process for **TEXFORM
INDUSTRIES, INC.**, at the initial registered office of the
Corporation in this State designated in its Articles of
Incorporation, I hereby accept to act in this capacity and agree to
comply with the provisions of Section 607.0505 Florida Statutes.

Date: January 3, 1995.

By:


Philip H. Ward, III

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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