

995000015737

Raymond P. Virgilio
Certified Public Accountant

Licensed in Florida & New Jersey
Member AICPA

5331 Commercial Way (Suite 209) Spring Hill, FL 34606
Tel. (904) 596-1985 Fax (904) 596-1070

February 21, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800001414928
-02/24/95--91070--010
*****70.00 *****70.00

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Diverse Manufacturing, Inc. and a check to cover the fee.

Please return the approved Articles to me at the above address. If you have any questions, please do not hesitate to contact me.

Sincerely,

Raymond P. Virgilio, CPA

FILED
FEB 24 1995
TALLAHASSEE, FLORIDA

DB 2/21/95

ARTICLES OF INCORPORATION FILED
1935 FEB 24 PM 3:00
OF
TALLAHASSEE, FLORIDA
DIVERSE MANUFACTURING, INC.

We the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under of provisions of Chapter 607 of the Satutes of the State of Florida.

ARTICLE I

The Name of this Corporation shall be:

DIVERSE MANUFACTURING, INC.

ARTICLE II

The general nature of the business to be transacted by this Corporation shall be as follows:

- a) To engage in any business or economic pursuit not prohibited by the laws of The State of Florida.
- b) To hold, lease, rent or sell such business or businesses, and to do any and all things necessary and pertinent to said business.
- c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation necessary or incidental to the protection and benefit of the Corporation, and, in general, either alone or in association with others, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the Corporation, whether or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation.

ARTICLE III

The authorized capital stock of the Corporation shall consist of five hundred (500) shares at one (\$1) dollar PER SHARE.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of The United States of America, or property, labor or services at a just valuation to be fixed by the directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the directors.

ARTICLE IV

The amount of capital with which this corporation shall begin business is not less than one thousand (\$1000) dollars.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The principal office of this Corporation shall be at: 5331 Commercial Way, Unit 113, Spring Hill, FL 34606

ARTICLE VII

The number of directors shall be three, but the by-laws may provide for such increase or decrease in number thereof as is authorized by law.

ARTICLE VIII

The names and Post Office addresses of the members of the First Board of Directors, the President, Vice-President and Secretary/Treasurer are:

PRESIDENT: Gary Thomson, 9208 Tarleton Circle, Weeki Wachee, FL 34613

VICE-PRESIDENT: Philip Thomson, 9457 Ruby Falls Court, Weeki, Wachee, FL 34613

SECRETARY/TREASURER: Joan Thomson, 9208 Tarleton Circle, Weeki Wachee, FL 34613

ARTICLE IX

The names and post office addresses of the subscribers to this Certificate of Incorporation are:

PRESIDENT: Gary Thomson, 9208 Tarleton Circle, Weeki Wachee, FL 34613

VICE-PRESIDENT: Philip Thomson, 9457 Ruby Falls Court, Weeki, Wachee, FL 34613

SECRETARY/TREASURER: Joan Thomson, 9208 Tarleton Circle, Weeki Wachee, FL 34613

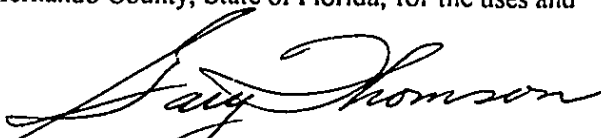
ARTICLE X

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation, and creating, dividing, limiting and regulating the powers of the Corporation, its stockholders and directors are hereby adopted as part of the certificate of Incorporation.

a) No contract or other transaction of the Corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are parties to or interested in such contract, actor transaction and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

b) The Corporation will not be dissolved through filing or administratively without the unanimous approval of all the shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned have made and subscribed to this Certificate of Incorporation at Hernando County, State of Florida, for the uses and purposes aforesaid.



Gary Thomson, President



Philip Thomson, Vice-President



Joan Thomson, Secretary/Treasurer

FILED

1995 FEB 24 PM 3:00

FALLANASSEE, FLORIDA

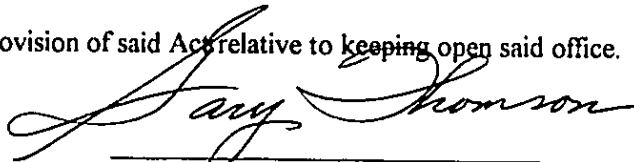
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICES OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

DIVERSE MANUFACTURING, INC.

First, that Diverse Manufacturing, Inc. having organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the Town of Weeki Wachee, County of Hernando, State of Florida, has named Gary Thomson situated at 9208 Tarleton Circle, Town of Weeki Wachee, County of Hernando, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



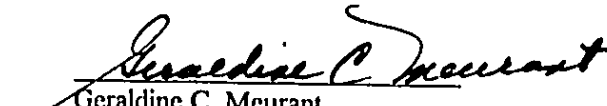
Gary Thomson

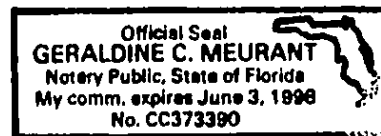
STATE OF FLORIDA)
COUNTY OF HERNANDO)

The foregoing instrument was acknowledged before me this 2/21/95 (date) by Gary Thomson who has produced Id. Drivers License as identification and who did (not) take an oath.

In witness whereof, I have hereunto set my hand and official seal in the County and State aforesaid, this 21st day of February, 1995.

My commission expires:
June 3, 1998


Geraldine C. Meurant
Notary Public



P95000015737

DIVERSE MANUFACTURING, INC.

5331 Commercial Way, Suite 113, Spring Hill, Florida 34606

Phone: 352 596-9451 Fax: 352 596-9468

January 8, 1997

400002055834--8
-01/13/97--01067--020
*****43.75 *****43.75

Division of Corporations,
P. O. Box 6327,
Tallahassee, Florida 32314

Dear Sirs:

Please find enclosed our Articles of Amendment together with our cheque in the amount of \$ 43.75 which covers our filing fee and a certificate of status.

Yours truly,

Gary Thomson
President

*correct
Lunde.*

FILED
97 JAN 13 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Received: 1/9/97 12:57PM
: 01-09-97 01:57PM

00 11 43

TO 613525969468

P003

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
97 JAN 13 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVERSE MANUFACTURING, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE 1

THE NAME OF THIS CORPORATION SHALL BE:

DIVERSE INDUSTRIES, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: JAN 1 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group"

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 8 day of JANUARY, 19 97

Signature Gary Thomson President
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

GARY THOMSON
Typed or printed name

PRESIDENT / Incorporator
Title