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LAW OFFICES

HONIGMAN MILLER SCHWARTZ AND COHN

2700 LANDMARK CENTRE  
401 EAST JACKSON STREET  
TAMPA, FLORIDA 33602

TELECOPIER (813) 273-4410

ELIZABETH S. DENNARD  
Legal Assistant

DIRECT DIAL NUMBER  
(813) 222-6625

WEST PALM BEACH, FLORIDA  
ORLANDO, FLORIDA  
DETROIT, MICHIGAN  
LANSING, MICHIGAN  
HOUSTON, TEXAS  
LOS ANGELES, CALIFORNIA

March 8, 1995

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

EFFECTIVE DATE  
3-15-95

RECEIVED 4/1/95  
00:00:00 - 00:00:00  
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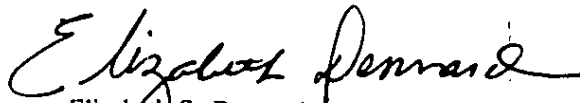
Re: Articles of Incorporation of Progold Workables, Inc.

Gentlemen:

Enclosed are two (2) executed copies of the Articles of Incorporation of Progold Workables, Inc., along with a check, payable to the Secretary of State in the amount of \$122.50 in payment of the filing fee.

Please return the certified copy to the attention of the undersigned.

Very truly yours,



Elizabeth S. Dennard  
Legal Assistant

ESD/tsn  
Enclosures

TAMPA/42535 1

ESD  
3/13/95  
P95-20223

ARTICLES OF INCORPORATION  
OF  
PROGOLD WORKABLES, INC.

FILED  
RECORDED  
3-18

ARTICLE I - NAME

The name of this corporation is Progold Workables, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on March 15, 1995.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

EFFECTIVE DATE

ARTICLE IV - CAPITAL STOCK

3-15-95

This Corporation is authorized to issue 7,500 shares of one penny (\$0.01) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this Corporation is:

Douglas S. Fyvolent  
4251 34th Street N.  
St. Petersburg, FL 33714

#### ARTICLE VI - CORPORATE ADDRESS

The street address of the Corporation is:

4251 34th Street N.  
St. Petersburg, FL 33714

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Directors are elected/appointed as set forth in Section 7, Article II of the Corporate By-Laws. This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Directors of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
David B. Fyvolent	4251 34th Street N. St. Petersburg, FL 33714
Douglas S. Fyvolent	4251 34th Street N. St. Petersburg, FL 33714
Sally F. Fyvolent	4251 34th Street N. St. Petersburg, FL 33714

#### ARTICLE VIII - BY LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### **ARTICLE IX - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE X - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, 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 XI - INCORPORATION**

The name and address of the person signing these Articles is:


Douglas S. Fyvolent  
4251 34th Street N.  
St. Petersburg, FL 33714

#### **ARTICLE XII - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

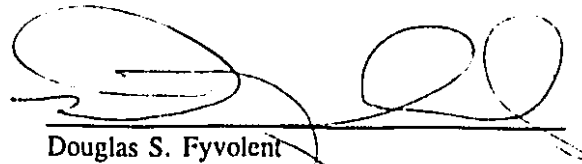
7\_\_ day of March, 1995.

  
\_\_\_\_\_  
Douglas S. Fyvolent, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN HIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 7 day of March, 1995.

  
Douglas S. Fyvolent