95 APR -5 CH 1: 32 OFFICE USE ONLY (Document 1) UCC FILING & SEARCH SERVICES (Requestor's Name) 526 EAST PARK AVENUE SUITE 200 700001448127 (Address) TALLAHASSEE, FL 32301 (904) 681-6528 \*\*\*\*\*70.00 \*\*\*\*\*70.00 (City, State, Zip) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 700001448127 Bullite Touling cline (Corporation Name) -04/05/95--01066--004 <u>\*\*\*\*\*</u>70.00 \*\*\*\*\*70.00 (Document #) (Corporation Name) (Document #) (Corporation Name) (Corporation Name) (Document #) Certified Copy ARTICLES ONLY Walk in Pick up time ALL CHARTER DOCS Certificate of Status Photocopy Will wait Mail out CERTIFICATE OF GOOD STANDING **AMENDMENTS** Certificate of FICTICIOUS NAME **NEW FILINGS** Amendment ✓ Profit FICTICIOUS NAME SEARCH Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other **HOLD FOR** REGISTRATION/ OTHER FILNGS QUALIFICATION PICKUP BY Annual Report Foreign Fictitious Name Limited Partnership **UCC SERVICES** Name Reservation Reinstatement NANCY HENDRICKS APR - 5 1995 Trademark

Other

Examiner's Initials

FILED

## ARTICLES OF INCORPORATION OF BUILTRITE TOOLING, INC.

95 APR -5 FH 1: 32

SECRETARY OF A THE TALLARIAN, WITHOUT

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a corporation (the "Corporation") under the laws of the state of Florida, as follows:

#### ARTICLE I

#### Name and Address

The name of the corporation is: BUILTRITE TOOLING, INC.

The address of the corporation is:

8318 Echo Lane Spring Hill, FL 34608

#### ARTICLE II

#### Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Secretary of State of the state of Florida, and the corporation shall have perpetual existence thereafter.

#### ARTICLE III

#### Nature of Business

The corporation is organized for the following purposes:

To engage or transact in any or all lawful activities under the laws of the United States, the state of Florida or any other state, country, territory or nation.

#### ARTICLE IV

#### Powers

The corporation shall have power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile

thereof, to be impressed, affixed, or in any other manner reproduced;

- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law;
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or predge of all or any of its property, franchises, and income;
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the state of Florida;
- (k) To elect or appoint officers and agents for the corporation and define their duties and fix their compensation;
- (1) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the state of Florida, for the administration and regulation of the affairs of the corporation;
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes;
- (n) To transact any lawful business which the board of directors of the corporation shall find will be in aid of government policy;
- (0) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other

incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of any subsidiaries it may have;

- (p) To be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise; and
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

#### ARTICLE V

#### Capital Stock

The corporation is authorized to issue 1,000 share of \$1.00 par value common stock.

#### ARTICLE VI

#### Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 8318 Echo Lane, Spring Hill, FL 34608, and the name of its initial registered agent at such address is MARTIN HUMPHREYS

#### ARTICLE VII

#### Directors

The corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws of the corporation. The name and address of the initial director of the corporation, who shall serve until a successor and/or successors is/are duly elected and qualified, is: MARTIN HUMPHREYS

#### ARTICLE VIII

#### Incorporator

The name and address of the incorporator signing these articles of incorporation is:

MARTIN HUMPHREYS

8318 Echo Lane Spring Hill, FL 34608

#### ARTICLE IX

#### **Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders of the corporation and only by the

affirmative vote of the shareholders owning no less than seventy (70%) percent of the corporation's outstanding capital stock.

#### ARTICLE X

#### Indomnification

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

#### ARTICLE XI

#### Preemptive Rights

Each shareholder of the corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at that time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the corporation within thirty (30) days of receipt of written notice from the corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). shareholder may also waive his or her preemptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the corporation's issuance of shares.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles this 440 day of October, 1994.

Martin Humphreys (SEAL)

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STATE OF MICHIGAN

COUNTY OF onklany

The foregoing instrument was acknowledged before me this 444 day of October, 1994 by MARTIN HUMPHREYS, to me personally known or who produced 4 M. A. Sun TO as identification.

Mary

Notary

1/1

Public

My Commission Expires:

MARILYN M. NAWROCKI NOT/54789UD - OAKLAND COUNTY MI ACTING UM ACTING CO., MI MY COMMISSION EXPIRES 04/1399

#### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: October 4, 1994

Martin Humphreys

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DAVID R. CARTER
Roard Certified Real Estate Lawyer

ROBERT L KELLY

Philippe Part, Richey

September 18, 1996

Division of Corporations Florida Department of State Post Office Box 6327 Tallahassee, FL 32314 900001954123 -09/24/96--01024--022 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Builtrite Tooling, Inc.

Centlemen:

please be advised that the **Builtrite Tooling**, **Inc.**, has been dissolved by action of its shareholders and directors, original and copy of Articles of Dissolution are enclosed, together with our check in the amount of \$35 to cover the cost of filing.

Please return the enclosed extra copy of the Articles of Dissolution acknowledging receipt of the above in the envelope provided.

Thank you.

very truly yours,

David R. Carte

drc:df Enclosures

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### ARTICLES OF DISSOLUTION

- 1. The name of the corporation is BUILTRITE TOOLING, INC.
- 2. Dissolution was authorized on August 2nd , 1996.
- 3. The number of votes cast by the shareholders was sufficient for approval.

Dated this 2nd day of August, 1996.

BUILTRITE TOOLING, INC.

CORPORATE SEAL:

Bv:

President