P95000027607

SHUMAKER, LOOP & KENDRICK

ATTORNEYS AT LAW

BARNETT PLAZA BUTTE 2900

TAMPA, FLORIDA 33602

(813) 229 7800

PHIELLAS (813) AP1 6892

FAK (813) 229 1880

CHARLOTTE OFFICE

RETTACHT THADE STREET BUITE P150

CHARL STTE, NORTH CARCLINA 26202

(704) 576-0087 PAX (704) 352-1187

March 31, 1995

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

Re: Under Pressure, Inc.

Our File No. U60648 / 83918

200001447292 -04/04/95--01092--012 ****122.50

Dear Sir or Madam:

TOLEDO OFFICE

1900 JACKSON

TOLEDO, OHIO 43824 1573

(419) 241 9000

1-(900) 444-0069

PAX (619) 361-8894

Enclosed for filing please find 2 original Articles of Incorporation for the above-referenced corporation. At your earliest convenience please file the Articles and send a certified copy to our office in the enclosed pre-addressed envelope. Thank you for your assistance and if you have any questions concerning this matter, please do not hesitate to call me.

Very truly yours,

Dona d. Deles gel

Dena L. Dolezal Legal Assistant to Michael T. Trocke

/dld Enclosures

LEGETER AFR 7 1995

FILE D
95 APR -3 AM 7:3
SECRETARY OF \$150
TANDASSEE FUNDS

ARTICLES OF INCORPORATION OF UNDER PRESSURE, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME

The name of the Corporation is Under Pressure, Inc.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is 9229 Lazy Lane, Tampa, Florida 33634 and the mailing address of the Corporation is 9229 Lazy Lane, Tampa, Florida 33634.

ARTICLE III PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, One Cent (\$.01) par value per share.

ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

<u>Name</u>

Address

Robert A. Zambito

9229 Lezy Lane Tampa, Florida 33634

ARTICLE VI INITIAL BOARD OF DIRECTORS

The Corporation shall have initially two directors to hold office until the first annual meeting of shareholders and until their successors shall have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either

increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Name

Address

Robert A. Zambito

9229 Lazy Lane

Tampa, Florida 33634

David C. Redman

9229 Lazy Lane

Tampa, Florida 33634

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Name

<u>Address</u>

Robert A. Zambito

9229 Lazy Lane Tampa, Florida 33634

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this // day of) 1995.

Robert A. Zambito, Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledge before me this 1/2 day of did not take an oath.

Notary Public

Print Name: MyPUP 15 SYIVE

My Commission Expires:

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Under Pressure, Inc.
- 2. The name and address of the registered agent and office is:

Robert A. Zambito 9229 Lazy Lane Tampa, Florida 33634

SIGNATURE: TITLE:

DATE:

Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

Robert A. Zambito

DATE:

3-17-95