

P4500030774

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 311-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MASONKWIP ENTERPRISES, INC.
FAX AUDIT NUMBER: H95000004408
DATE REQUESTED: 04/19/1995
CERTIFIED COPIES: 0
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$70.00

CURRENT STATUS: REQUESTED
TIME REQUESTED: 14:53:30
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H95000004408)))

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:08:

FILED
95 APR 19 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 4/20

NUM DIVISION OF CORPORATIONS
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
FAX H95000004408
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
CONTACT: RAY STORMONT
SUITE 200
MIAMI FL 33135- 311-
PHONE: (305) 541-3694
FAX: (305) 541-3770
EMPIRE CORPORATE KIT COMPANY

APR-19-1995 14:36 FROM EMPIRE

TO

1904922

FILED
95 APR 19 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(6)

ARTICLES OF INCORPORATION
OF
MASONKWIP ENTERPRISES, INC.

ARTICLE I
NAME

The name of the Corporation formed hereunder will be MASONKWIP ENTERPRISES, INC. The principal place of business/address is c/o Margulies & Rones, P.A., 16105 N.E. 18th Avenue, North Miami Beach, Florida 33162.

ARTICLE II
PURPOSE

The purpose of the Corporation created hereunder shall be to engage and transact any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III
DURATION

The Corporation created hereunder shall continue as a separate entity, independent of its members, for all purposes, for a period that shall be perpetual or until dissolved by a vote of a majority of the shareholders. On dissolution of the corporation created hereunder, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE IV
CAPITAL STOCK

The total number of shares stock which the corporation hereunder shall be authorized to issue shall be 500 shares. Said shares of stock shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have one director (s), initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. Directors will be elected or appointed in the manner set forth in the bylaws of the corporation. The name (s) and address (es) of the initial director(s) of this corporation is (are):

ROBERT LANE
c/o Margulies & Rones, P.A.
16105 N.E. 18th Avenue
North Miami Beach, FL 33162

Prepared by:

Bruce Margulies

16105 NE 18 AVE

N. MIAMI BEACH, FL 33162

305-945-6522

FI 321-354414

H9500000 4408

H9500000 4408

ARTICLE VI
INCORPORATOR

The name and address of the incorporator signed these Articles of Incorporation is: ROBERT LANE, c/o Margulies & Ronas, P.A., 16105 N.E. 18th Avenue, No. Miami Beach, Fl 33162.

ARTICLE VII
BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any By-Laws adopted by Shareholder, if the Shareholders specifically provide that such By-Laws are not subject to amendment or repeal by the Directors.

ARTICLE VIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to reservation.

ARTICLE IX
ASSETS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except that this corporation shall not have the power to sell, mortgage, or pledge all or substantially all of its property and assets without prior shareholders' approval.

ARTICLE X
REGISTERED AGENT

The Registered Agent of this corporation shall be VICTOR K. RONES, 16105 N.E. 18th Avenue, No. Miami Beach, Fl 33162.

ARTICLE XI
ADDITIONAL CORPORATE POWERS

In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the purposes and objects hereinabove stated, the corporation shall have all the following powers:

(a) To enter into, or become a partner in, any arrangement for sharing profits, union, interest, or corporation, joint venture, or otherwise, with any persons, firm or corporation.

(b) At its option, to purchase and acquire any or all of its stock owned and held by any set shareholder who should desire to sell, transfer, or otherwise dispose of its shares in accordance

H9500000 4408

H9500000 4408

H9500000 4408

with the By-Laws adopted by the shareholders of the Corporation setting forth the terms and conditions of such a purchase; provided, however, that the capital of the corporation is not impaired.

(c) At its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with the By-Laws adopted by the shareholders of the corporation setting forth the terms and conditions of such purchase, provided, however, that the capital of the corporation is not impaired.

(d) To enter into for the benefit of its employees, one or more of the following:

- (i) A Pension Plan;
- (ii) A profit-sharing plan;
- (iii) A restricted stock option plan;
- (iv) A medical reimbursement plan;
- (v) Other retirement or incentive compensation plan.

IN WITNESS WHEREOF, the undersigned as subscribing incorporator, has hereunto set (his) hand and seal this 13th day of April, 1995 the purpose of forming this corporation under the laws of the State of Florida, and hereby makes and files these Articles of Incorporation with the Secretary of State, hereby certifying that the facts herein stated are true and accurate to the best of (his) knowledge, information and belief.

Robert Lane
ROBERT LANE, Incorporator

STATE OF FLORIDA

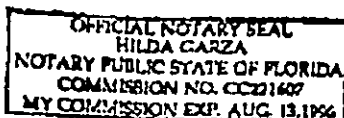
COUNTY OF DADE

BEFORE ME, the undersigned authority, this day personally appeared ROBERT LANE, that after being by me duly sworn, deposes and says that (he) is the person described in and who executed the foregoing Articles of Incorporation, and duly acknowledged to me that (he) execute same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 13th day of April, 1995.

Hilda Garza
Notary Public, State of Florida

My Commission Expires:



H9500000 4408

WAIVER AND CONSENT

NOW COMES, MASONKWIP FASTENERS AND EQUIPMENT CO., INC., by and through its Officers as well as the Directors and Shareholders of said Corporation and hereby waive and consent to the incorporation of MASONKWIP ENTERPRISES, INC.

Dated this 13th day of April, 1995 at Miami, Florida

MASONKWIP FASTENERS &
EQUIPMENT CO., INC.

By: [Signature]
Robert Lane, President

By: [Signature]
Robert Lane, Secretary

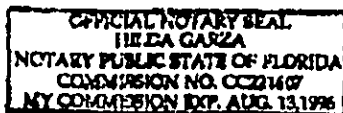
By: [Signature]
Robert Lane, Sole Director
and Shareholder

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority personally appeared ROBERT LANE, President and Secretary of MASONKWIP FASTENERS & EQUIPMENT CO., INC., as well as the Sole Officer and Director of said Company, who acknowledged before me that he executed the foregoing document for the purposes set forth therein and was authorized and empowered to execute same for the purposes set forth therein. As identification, he provided his Driver's License No.: L500-763-44-587-D.

[Signature]
Notary Public
State of Florida at Large

My Commission Expires:



H9500000 4408

H9500000 4408

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, the undersigned, named as Registered Agent in the Articles of Incorporation of MASONKWI ENTERPRISES, INC., accept the designation as Registered Agent and agree to comply with all duties and with those requirements under Florida Law for serving in the position of Registered Agent of said corporation.

Dated at MIAMI, Dade county, Florida this 13th day of April, 1995.


VICTOR K. JONES,
Registered Agent

FILED
95 APR 19 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H9500000 4408

H9500000 4408