

895000031627

MICHAEL S. MAY  
ATTORNEY AT LAW

SUITE E  
218 EAST NEW YORK AVENUE  
DELAND, FLORIDA 32744

TELEPHONE  
(904) 734-8880  
FAX  
(904) 738-2022

April 13, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

ENCLOSURE 146081810  
04/19/95--01060--0105  
\*\*\*122.50 \*\*\*122.50

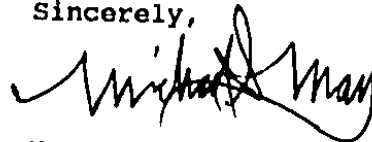
Re: Roto-Perf, Inc.

Dear Sir:

Enclosed are the original and duplicate of the Articles of Incorporation of this proposed corporation, which include the designation and acceptance of the registered agent. The duplicate has been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate, certify, and return to me.

Enclosed please find check in the amount of \$122.50 to cover the \$35.00 filing fee, \$52.50 for certified copy of the Articles of Incorporation, and \$35.00 for designation of registered agent.

Sincerely,



MICHAEL S. MAY

MSM/rmw

AB 4/24/95

EFFECTIVE DATE  
4-17-95

65 APR 19 PM 16:01  
FBI  
TALLAHASSEE, FL

FILED

95 APR 19 PM 4:01

THE CLERK OF THE COURT  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

ROTO-PERF, INC.

Article I - Name

The name of this corporation shall be ROTO-PERF, INC..

Article II - Duration

This corporation is to have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

Article III - Purpose

This corporation is organized for the manufacture and processing of machine tool products and to engage in any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Article IV - Stock

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$.50 per share.

Article V - Initial Capital

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

Article VI - Principal Office

The street address of the initial principal office of the corporation shall be 1531 Old Daytona Court, DeLand, Florida 32724, and the name of the initial registered agent is Margaret

EFFECTIVE DATE

4-17-95

Ziolinski.

Article VII - Directors

This corporation shall have one or more directors initially. The number of directors may be either increased or decreased from time to time but shall never be less than one. The name and address of the initial director of this corporation is:

Margaret Ziolinski  
4640 North U.S. Highway 17  
DeLeon Springs, Florida 32130

Article VIII - Incorporator

The name and address of the incorporator of these Articles of Incorporation is:

Margaret Zielinski  
4640 North U.S. Highway 17  
DeLeon Springs, Florida 32130

Article IX - Amendments

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders shall sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article X - Contracts Among Corporations

No contract or other transaction between the corporation and any other corporation shall be affected by the fact that any stockholder of the corporation is interested in, or is a director of, or is an officer of, such other corporation, and any

stockholder, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the corporation or in which the corporation is interested, and no contract or other transaction of the corporation with any person, firm or corporation, and every person who may become a stockholder of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, I have subscribed my name this 17<sup>th</sup> day of April, 1995.

Margaret Zielinski  
MARGARET ZIELINSKI, Incorporator

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me, an officer duly authorized to take acknowledgements, personally appeared MARGARET ZIELINSKI, who is personally known to me or who has produced a Florida driver's license as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 17<sup>th</sup> day of April, 1995.

Rose M. Williams  
Rose M. Williams  
Notary Public, State of Florida  
Commission No.: CC 303284

My commission expires:  
August 26, 1997



ROSE M. WILLIAMS  
MY COMMISSION # CC303284 EXPIRES  
AUGUST 26, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the undersigned incorporator of ROTO-PERF, INC., heroby designates the following individual as registered agent for this corporation to accept service of process within the State:

MARGARET ZIELINSKI

and heroby designates the following street address as the place of business for service of process: 1531 Old Daytona Court, DeLand, Florida 32724.

Margaret Zielinski  
MARGARET ZIELINSKI

ACCEPTANCE BY REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of ROTO-PERF, INC., and agrees to comply with the provisions of said act relative to keeping open said offices.

Margaret Zielinski  
MARGARET ZIELINSKI