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Law Offices

Rooth & Rooth, P.A.

7913 Seminole Mall East
Seminole, Florida 34642

Gilbert J. Rooth
Susan A. Rooth

95 MAY -8 FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Telephone
(813) 997-4768

May 03, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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***122.50 ***122.50

Re: SMW MANUFACTURING, LTD., INC.

Gentlemen:

Enclosed are the original and one (1) copy of the ARTICLES OF INCORPORATION for the above-referenced corporation. Also enclosed is a CHECK in the amount of \$122.50, representing the following required costs.

Filing Fee	\$ 35.00
Designation	\$ 35.00
Certified copy	
Registered Agent	<u>\$ 52.50</u>
Total	\$122.50

Please file the original copy of ARTICLES OF INCORPORATION and return a certified copy to the undersigned. An addressed, return envelope is enclosed.

If you should have any question(s), please contact me at your very earliest opportunity.

Sincerely,

SUSAN A. ROOTH

SAR:ps
Enclosures
cc: file

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ARTICLES OF INCORPORATION
OF
SMW MANUFACTURING, LTD., INC.

FILED
95 MAY -8 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent to contract for the purpose of forming a corporation under provisions of the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name of Corporation

The name of this corporation is SMW MANUFACTURING, LTD., INC.

ARTICLE II

Principal Office

The initial principal office and mailing address of this Corporation shall be: 1320 Clearmont Street N. E.
Palm Bay, FL 32905

ARTICLE III

Purpose

The general nature of the business to be transacted and carried on by the corporation is to do any and all of the things hereinafter set forth to the same extent as a natural person might or could do in the State of Florida or any part of the work as principals or agents, or otherwise, alone or in company with others, without restrictions as to time, place or amount, namely:

To engage in the transaction of any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock

The aggregate number of shares of capital stock that the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares of common stock with a par value of One (\$1.00) Dollar per share.

ARTICLE V

Term of Existence

The corporation is to have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7913 Seminole Mall East, Seminole, Florida 34642, and the name of the registered agent is SUSAN A. ROOTH.

ARTICLE VII

Incorporator

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

JOHN H. COBB
21 Drake Place
Northport, NY 11768

ARTICLE VIII

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

Restrictions on Transfer of Stock

Shares held by the initial shareholders, their heirs, personal representatives or administrator, listed above, may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE X

Informal Actions of Directors

If all of the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

Calling of Special Meetings

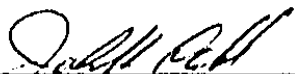
Special meetings of shareholders may be called by any member of the Board of Directors.

ARTICLE XII

Amendments

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2 day of MAY, 1995




JOHN H. COBB
Incorporator

STATE OF NY)
COUNTY OF SUFFOLK)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN H. COBB known to me and known by me to be the person who executed the forgoing Articles of Incorporation, and has produced a Driver's License as Identification and he has acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid this 2 day of MAY 1995.



Notary Public

My commission expires:

KENNETH GRECO
Notary Public, State of New York
No. 4838781
Qualified in Suffolk County
Commission Expires June 30, 1995

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, 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:

SMW MANUFACTURING, LTD., INC.

2. The name and address of the registered agent and office is:

SUSAN A. ROTH
7913 Seminole Mall East
Seminole, FL 34642

Signature:

Susan A. Roth
SUSAN A. ROTH

Title:

Registered Agent

Date:

5/3/95

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY -8 AM 11:36

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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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Susan A. Roth
SUSAN A. ROTH

5/3/95
DATE