

P95000041472

Robert E. Korth  
50 Laredo Lane  
Boca Raton, Florida 33487

RECEIVED  
SECRETARY OF STATE  
MAY 16 1995

May 10, 1995

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

Re: Tool Time, Inc.

Enclosed is the original Articles of Incorporation for the above-named proposed Florida corporation, along with the registered agent's acceptance. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a return certified copy.

Thank you for your assistance in this matter.

Sincerely,

  
Robert E. Korth

400001489044  
-05/16/95--01116--010  
\*\*\*\*122.50 \*\*\*\*122.50

Conflict  
P91-71902  
789, 502, 706, 671  
-0095-10468



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 17, 1995

ROBERT E KORTH  
50 LAREDO LANE  
BOCA RATON, FL 33487

SUBJECT: TOOL TIME, INC.  
Ref. Number: W95000010468

We have received your document for TOOL TIME, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 895A00025361

**ARTICLES OF INCORPORATION  
OF  
TOOL TIME DISTRIBUTING, INC.**

The undersigned natural person, having capacity to contract and acting as the Incorporators of this Corporation under the Florida General Corporation Act adopts the following Articles of Incorporation for such Corporation, To-wit:

**ARTICLE ONE: NAME AND PRINCIPAL OFFICE**

The name of the Corporation is: **Tool Time Distributing, Inc.**  
The address of its principal office is: 50 Laredo Lane, Boca Raton, Florida 33487.

**ARTICLE TWO: COMMENCEMENT AND DURATION**

The Corporation is to commence its existence upon the filing of these Articles by the Department of State, and will exist perpetually thereafter unless earlier dissolved in the manner prescribed by law.

**ARTICLE THREE: PURPOSE AND POWERS**

The purpose of the Corporation is to engage in, for profit, any lawful act or activity for which corporations may be organized under the Florida General Corporation Act, and the Corporation shall have such powers as is necessary to effectuate the purpose herein stated.

**ARTICLE FOUR: CAPITAL STOCK**

The maximum number of shares which the Corporation shall have the authority to issue is Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE FIVE: PREEMPTIVE RIGHTS**

The shareholders of any class or series of stock of the Corporation shall have the preemptive right to subscribe, in proportion to their holding (rounded to the nearest full share) at a price it is offered to other, for any authorized but unissued or treasury stock of such class or series of the Corporation to be issued.

**ARTICLE SIX: MANAGEMENT**

The activities and affairs of the Corporation shall be managed by a Board of Directors, the numbers of members of which shall be such as from time to time shall be fixed by the By-laws of the Corporation; but in no event shall the number be less than one (1). The Board of Directors is expressly authorized to make, alter or repeal the By-laws of the Corporation. The initial Board of Directors shall consist of (2) directors, whose name and address are as follows:

<b>NAME</b>	<b>ADDRESS</b>
Robert E. Korth	50 Laredo Lane Boca Raton, Florida 33487
Kara M. Korth	50 Laredo Lane Boca Raton, Florida 33487

#### **ARTICLE SEVEN: INDEMNIFICATION**

The Corporation shall have the power to enter into any indemnity agreement with any officer or director, or any former officer or director, indemnifying the same to the full extent permitted by law.

#### **ARTICLE EIGHT: INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent of the Corporation, and the street address of the initial register office of the Corporation in the State of Florida is:

<b>NAME</b>	<b>ADDRESS</b>
Robert E. Korth	50 Laredo Lane Boca Raton, Florida 33487

#### **ARTICLE NINE: INCORPORATOR**

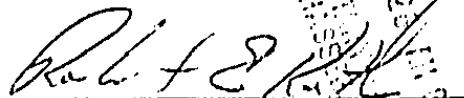
The name and address of the incorporator hereunder is:

<b>NAME</b>	<b>ADDRESS</b>
Robert E. Korth	50 Laredo Lane Boca Raton, Florida 33487

#### **ARTICLE TEN: RESERVED POWERS**


The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida; and all rights and powers conferred on directors or shareholders herein are granted subject to the reservation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles, and certifies that the facts herein stated are true. In addition, by execution of this instrument, the undersigned, as registered agent state: I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Robert E. Korth  
Incorporator and Registered Agent

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of MAY, 1995 by ROBERT E. KORTH, who is personally known to me or has produced a current driver's license as identification and did not take an oath.

  
(Signature of Notary Public)

M. Beth PARQUETTE  
(Printed name of Notary Public)

Notary Public. Serial Number (if any):  
My commission expires:

