

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN -8 PM 12:43

db 6/8/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY *[Signature]* _____

WALK-IN Will Pick Up *6-8 2:00*

RE: *Motion Engineering Sales Inc.*

C.C. FEE. DISBURSED

☒ Capital Express™
☒ Art. of Inc. File _____
Corp. Record Search _____
Ltd. Partnership File _____
☒ Foreign Corp. File _____
() Cert. Copy(s) _____

Art. of Amend. File _____
Dissolution/Withdrawal _____
C U S - _____
Fictitious Name File _____

Name Reservation _____
Annual Report/Reinstatement _____
Reg. Agent Service _____
Document Filing _____

Corporate Kit _____
Vehicle Search _____
Driving Record _____
Document Retrieval _____

UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
File N. 's. _____ Copies _____
Courier Service _____
Shipping/Handling _____
Phone () _____
Top Priority _____
Express Mail Prop. _____
FAX () _____ pgs. _____

SUBTOTALS

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -8 PM 12:43

OF

MOTION ENGINEERING SALES INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **MOTION ENGINEERING SALES INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 5727 Arlington Road, Jacksonville, FL 32211.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

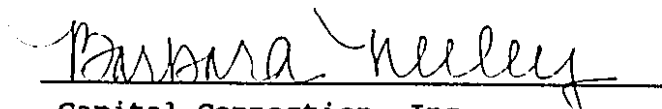
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors and president of the corporation is James E. Malinka, 5727 Arlington Road, Jacksonville, FL 32211.

The undersigned has executed these Articles of Incorporation this 8th day of June, 1995.



Capital Connection, Inc.

Barbara Neeley - President
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

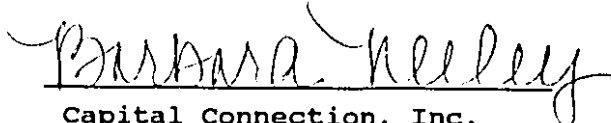
95 JUN -8 PM 12:44

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is **MOTION ENGINEERING SALES INC.**
2. The name and address of the registered agent and office is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

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.


Capital Connection, Inc.

Barbara Neeley - President

Date: June 8, 1995

P95000044234

William H. Lally, P.A.

Attorney at Law

6100 ARLINGTON EXPRESSWAY
JACKSONVILLE, FLORIDA 32211

904 / 724-4420

August 4, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: Motion Engineering Sales, Inc.
Amendment to Articles of Incorporation

900001552869
-08/11/95--01070--021
*****35.00 *****35.00

Dear Sir:

Enclosed please find the Amendment to the Articles of Incorporation and Acceptance of Designation as Registered Agent for the above corporation along with my check in the amount of \$35.00 for fees and costs.

Please return a certified copy of the Amendment to me at my address above at your earliest convenience.

Sincerely,

Martha F. Lally

Martha F. Lally
Legal Assistant

mfl:
Enclosures

SH SEP 18 1995

Amend.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:25



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

Martha F. Lally
William W. Lally, P.A.
6160 Arlington Expressway
Jacksonville, FL 32211

SUBJECT: MOTION ENGINEERING SALES INC.
Ref. Number: P95000044234

We have received your document for MOTION ENGINEERING SALES INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 195A00038209

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 7, 1995

Martha F. Lally
William W. Lally, P.A.
6160 Arlington Expressway
Jacksonville, FL 32211

SUBJECT: MOTION ENGINEERING SALES INC.
Ref. Number: P95000044234

We have received your document for MOTION ENGINEERING SALES INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation").

Please print the name and title of the person signing the Amendment.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 495A00041354

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 SEP 11 PM 12:26

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MOTION ENGINEERING SALES, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE IV: The Registered Agent for service of process for this corporation shall be W. K. Lally, P.A., 6160 Arlington Expressway, Jacksonville, FL 32211.

ARTICLE VI: The corporation shall have no directors and all the affairs of the corporation shall be transacted by the Stockholders thereof.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: June 26, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____."
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 30 of August, 19 95 A.D.

Signature James Malinka President (JAMES MALINKA)
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT OF
MOTION ENGINEERING SALES, INC.

.....
COMES NOW W. K. LALLY, and accepts the designation as Registered Agent for MOTION
ENGINEERING SALES, INC., and would show that his office and street address as Registered Agent are:

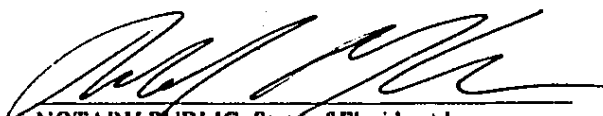
6160 Arlington Expressway
Jacksonville, FL 32211


W. K. LALLY

STATE OF FLORIDA)
COUNTY OF DUVAL)

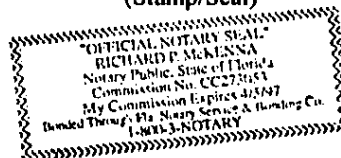
BEFORE ME, the undersigned authority, personally appeared W. K. LALLY, who being first
duly sworn by me and to me well known to be the individual described in and who executed the foregoing,
acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal this 26th day of June, 1995.


NOTARY PUBLIC, State of Florida at Large.


Printed Name of Notary Public

(Stamp/Seal)



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -8 PM 12:43

AB 6/8/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY *JNK* _____

WALK-IN Will Pick Up *6-8 2:00*

RE: *Motion Engineering Sales Inc.*

C.C. FEE. DISBURSED

☒ Capital Express™
☒ Art. of Inc. File _____

Corp. Record Search _____

Ltd. Partnership File _____
☒ Foreign Corp. File _____
☐ () Cert. Copy(s) _____

Art. of Amend. File _____
Dissolution/Withdrawal _____
C U S- _____
Fictitious Name File _____

Name Reservation _____
Annual Report/Reinstatement _____
Reg. Agent Service _____
Document Filing _____

Corporate Kit _____
Vehicle Search _____
Driving Record _____
Document Retrieval _____

UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____

File N. 's. _____ Copies _____
Courier Service _____
Shipping/Handling _____
Phone () _____
Top Priority _____
Express Mail Prop. _____
FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -8 PM 12:43

OF

MOTION ENGINEERING SALES INC.

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The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (\$1.00) per share.

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The name and address of the initial registered agent is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

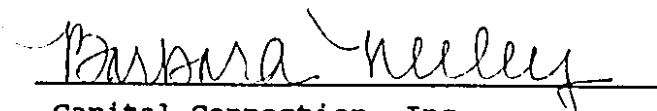
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors and president of the corporation is James E. Malinka, 5727 Arlington Road, Jacksonville, FL 32211.

The undersigned has executed these Articles of Incorporation this 8th day of June, 1995.



Capital Connection, Inc.

Barbara Neeley - President
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

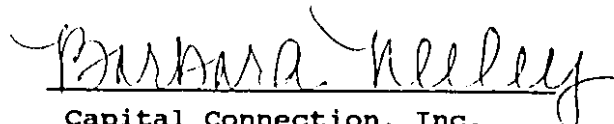
95 JUN -8 PM 12:44

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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1. The name of the corporation is **MOTION ENGINEERING SALES INC.**
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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.



Capital Connection, Inc.

Barbara Neeley - President

Date: June 8, 1995

P95000044234

William H. Lally, P.A.

Attorney at Law

6100 ARLINGTON EXPRESSWAY
JACKSONVILLE, FLORIDA 32211

904 / 724-4420

August 4, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: Motion Engineering Sales, Inc.
Amendment to Articles of Incorporation

300001558869
-08/11/95--01070--021
*****35.00 *****35.00

Dear Sir:

Enclosed please find the Amendment to the Articles of Incorporation and Acceptance of Designation as Registered Agent for the above corporation along with my check in the amount of \$35.00 for fees and costs.

Please return a certified copy of the Amendment to me at my address above at your earliest convenience.

Sincerely,

Martha F. Lally

Martha F. Lally
Legal Assistant

mfl:
Enclosures

SH SEP 18 1995

Amend.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:25



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

Martha F. Lally
William W. Lally, P.A.
6160 Arlington Expressway
Jacksonville, FL 32211

SUBJECT: MOTION ENGINEERING SALES INC.
Ref. Number: P95000044234

We have received your document for MOTION ENGINEERING SALES INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 195A00038209

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 7, 1995

Martha F. Lally
William W. Lally, P.A.
6160 Arlington Expressway
Jacksonville, FL 32211

SUBJECT: MOTION ENGINEERING SALES INC.
Ref. Number: P95000044234

We have received your document for MOTION ENGINEERING SALES INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation").

Please print the name and title of the person signing the Amendment.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 495A00041354

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 SEP 11 PM 12:26

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MOTION ENGINEERING SALES, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

ARTICLE IV: The Registered Agent for service of process for this corporation shall be W. K. Lally, P.A., 6160 Arlington Expressway, Jacksonville, FL 32211.

ARTICLE VI: The corporation shall have no directors and all the affairs of the corporation shall be transacted by the Stockholders thereof.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: _____ June 26, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____."
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 30 of August, 19 95 A. D.

Signature James Malinka President (JAMES MALINKA)
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT OF
MOTION ENGINEERING SALES, INC.

.....

COMES NOW W. K. LALLY, and accepts the designation as Registered Agent for MOTION
ENGINEERING SALES, INC., and would show that his office and street address as Registered Agent are:

6160 Arlington Expressway
Jacksonville, FL 32211

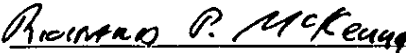

W. K. LALLY

STATE OF FLORIDA)
COUNTY OF DUVAL)

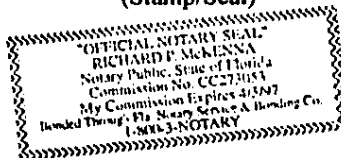
BEFORE ME, the undersigned authority, personally appeared W. K. LALLY, who being first
duly sworn by me and to me well known to be the individual described in and who executed the foregoing,
acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal this 26th day of June, 1995.


NOTARY PUBLIC, State of Florida at Large.


Printed Name of Notary Public

(Stamp/Seal)



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 11 PM 12:26