

P95000056317

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

EFFECTIVE DATE
7-12-95

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for M5 Engineering Corporation along with a check in the amount of \$122.50 for filing fee, designation of a registered agent, and also return of enclosed extra copy of the Articles with filing date and certification.

EFFECTIVE DATE
7-15-95

Thank you,

Gil Moreno

Gil Moreno

ENCLOSURE
-07/03/95--01089--019
****122.50 ****122.50

GIL MORENO
4106 Dellbrook Dr.
Tampa, FL 33624

195-13541

7-19-95
10A

FILED
95 JUL 20 PM 3:40
TALLAHASSEE, FL 32314



FLORIDA DEPARTMENT OF STATE

July 10, 1995

Sandra B. Mortham
Secretary of State

GIL MORENO
4106 DELLBROK DR.
TAMPA, FL 33624

SUBJECT: M5 ENGINEERING CORPORATION
Ref. Number: W95000013840

We have received your document for M5 ENGINEERING CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 695A00033151

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

Dear Division of Corporations:

Enclosed please find the revised Articles of Incorporation for M5 Engineering Corporation. Article VII was revised to comply with your requests. Please also return an extra copy of the Articles with filling date and certification.

Thank you,

Gil Moreno

Gil Moreno

ARTICLES OF INCORPORATION
OF
M5 ENGINEERING CORPORATION

FILED

95 JUL 20 PM 3:40

FILED IN THE OFFICE OF THE
CLERK OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
JUL 15 1995

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

M5 ENGINEERING CORPORATION

ARTICLE II

Existence of Corporation

This corporation shall begin existence on July 15, 1995, and shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV
General Powers

The corporation shall have power:

- (a) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (b) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property assets.
- (c) To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statutes.
- (d) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (e) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise, and income.
- (f) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the State or Florida, within or without the state.
- (h) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- (i) To make and alter bylaws, not inconsistent with the laws of the State of Florida, for the administration and regulation of the affairs of the corporation.
- (j) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(k) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(l) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all directors, officers, and employees and for any or all of the directors, officers and employees of its subsidiaries.

(m) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

(n) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI

Preemptive Rights

The holders of the stock of the corporation shall have the preemptive right to subscribe for and purchase their proportionate share of any additional stock issued by the corporation from and after the issuance of the shares originally subscribed for by the stockholders of this corporation, whether such additional shares be issued for cash, property, services or any other consideration, and whether or not such shares be presently authorized or be authorized by subsequent amendment to these articles.

ARTICLE VII

Registered Office and Registered Agent

The street address of the corporation's initial registered office is 4106 Dellbrook Drive, Tampa, FL 33624, and the name of the corporation's initial registered agent at such address is Gil Moreno. The initial principal office address and mailing address of the corporation shall be the same as the registered office address. The corporation may change its registered office or its registered agent or both by filing with the Department of the State of Florida a statement complying with Florida Statutes.

ARTICLE VIII

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of each person who is to serve as a member thereof are as follows:

<u>Name</u>	<u>Address</u>
Gil Moreno	4106 Dellbrook Drive Tampa, Florida 33624

ARTICLE IX

Incorporators

The name and street address of each incorporator of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Gil Moreno	4106 Dellbrook Drive Tampa, Florida 33624

Dated 7/1/95



Incorporator

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95 JUL 20 PM 3:40

CLERK OF DISTRICT COURT
DAVIS COUNTY, ILLINOIS

ARTICLE X

Amendment of Articles of Incorporation

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 statute, and all rights conferred upon the stockholders herein are subject to this reservation.

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 am familiar with and accept the obligations of my position as registered agent.

Dated 7/1/95

Hil Moreno

Registered Agent