

995000057795

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 JUL 26 PM 3:31

AL 7/26/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY MLC _____

WALK-IN Will Pick Up 726 130

RE: Sullivan Machine

Page 1 of Service, Inc.

95 JUL 26 PM 12:16

C.C. FEE. DISBURSED

☐ Capital Express _____

☒ Art. of Inc. File _____

☐ Corp. Record Search _____

☐ Ltd. Partnership File _____

☐ Foreign Corp. File _____

☒ () Conf. 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 KII _____

☐ Vehicle Search _____

☐ Driving Record _____

☐ Document Retrieval _____

900001546739

-07/26/95--01038--048

*****70.00 *****70.00

☐ UCC 1 or 3 File _____

☐ UCC 11 Search _____

☐ UCC 11 Retrieval _____

☐ File No.'s, _____ Copies _____

☐ Courier Service _____

☐ Shipping/Handling _____

☐ Phone () _____

☐ Top Priority _____

☐ Express Mail Prep. _____

☐ 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL 26 PM 3:31

ARTICLES OF INCORPORATION
OF

SULLIVAN MACHINE PARTS & SERVICE, INC.

The undersigned Subscriber, being a natural person competent to contract, and for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation shall be: SULLIVAN MACHINE PARTS & SERVICE, INC.

ARTICLE TWO

This corporation shall have perpetual existence unless sooner dissolved according to law, and shall commence corporate existence upon the filing of these Articles by the Department of State.

ARTICLE THREE

This corporation is organized for the purpose of transacting, conducting, carrying on, operating, and engaging in the business of servicing, repairing, and supplying parts for industrial woodworking equipment, and all things subsidiary, ancillary, and necessary, or convenient for carrying out and into effect the purposes and objects of the corporation, and in respect thereto, to transact and engage in any activity or business permitted under the Laws of the State of Florida, and of the United States.

ARTICLE FOUR

This Corporation is authorized to issue One Thousand (1,000)

shares of One (\$1.00) Dollar par value common stock which shall be designated "Common Stock."

ARTICLE FIVE

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX

The address of the Corporation's initial registered office, as well as its principal office and mailing address, is 161 Vollmer Avenue, Oldsmar, Florida, 34677. The name of the initial registered agent of the Corporation located at its registered office is Marilyn J. Sullivan.

ARTICLE SEVEN

This corporation shall have Two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws of this corporation, but shall never be less than one. The name and address of the initial directors of this corporation are:

Patrick C. Sullivan

161 Vollmer Avenue
Oldsmar, FL 34677

Marilyn J. Sullivan

161 Vollmer Avenue
Oldsmar, FL 34677

ARTICLE EIGHT

The name and street address of the officers of this corporation who, subject to the provisions of the certificate of incorporation, shall hold office for the first year of the corporation's existence, or until their successor is elected and has qualified are:

NAME and OFFICE

STREET ADDRESS

Patrick C. Sullivan
President

161 Vollmer Avenue
Oldsmar, FL 34677

Marilyn J. Sullivan
Secretary/Treasurer

161 Vollmer Avenue
Oldsmar, FL 34677

ARTICLE NINE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TEN

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN

This corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE TWELVE

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

ARTICLE THIRTEEN

The name and address of the incorporator of this corporation is MARILYN J. SULLIVAN, 161 Vollmer Avenue, Oldsmar, Florida, 34677.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 25th day of July, 1995.

Marilyn J. Sullivan
MARILYN J. SULLIVAN, Incorporator

STATE OF FLORIDA

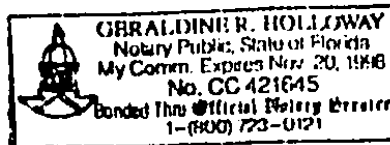
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were SWORN TO AND SUBSCRIBED before me this 25th day of July, 1995, by MARILYN J. SULLIVAN, who is personally known to me, ~~or~~ who produced [Signature] as identification.

[Signature]
Notary Public

Print Name: GERALDINE HOLLOWAY

My Commission Expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL 26 PM 3:31

**CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE AND REGISTERED AGENT**

OF

SULLIVAN MACHINE PARTS & SERVICE, INC.

Pursuant to Section 607.325, of the General Corporation Act, the above-named Corporation, desiring to organize under the laws of the State of Florida, with its registered office at 161 Vollmer Avenue, Oldsmar, Florida 34677, has named MARILYN J. SULLIVAN at such address, as its agent to accept service of process within the state of Florida.

DATED THIS 25th day of July, 1995.

Marilyn J. Sullivan
MARILYN J. SULLIVAN, Incorporator

ACCEPTANCE OF DESIGNATION

Having been named as registered agent to accept service of process for the above-named Corporation at the place designated in this Certificate, I hereby accept the appointment to act as registered agent and agree to comply with the provisions of the above-referenced act.

DATED THIS 25th day of July, 1995.

Marilyn J. Sullivan
MARILYN J. SULLIVAN
(Registered Agent)