

P95000067056

8/30/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

9:14 AM

(((H95000009599)))
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: BARNETT, BOLT, KIRKWOOD & LONG
601 BAYSHORE BLVD
SUITE 700
TAMPA FL 33606- 9-0000-0127
CONTACT: NORMA P DEGUENTHER
PHONE: (813) 253-2020
FAX: (813) 251-6711

(((H95000009599)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: TAMPA TOOL, INC.
FAX AUDIT NUMBER: H95000009599
DATE REQUESTED: 08/30/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 3
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 09:14:52
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076077002333

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H95000009599)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

FILED
95 AUG 30 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SS:0111 0030700

06-30-1995 09:27
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FILED
95 AUG 30 AM 11:23
P.M.
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TAMPA TOOL, INC.

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE 1

Name

The name of this corporation is:
Tampa Tool, Inc.

ARTICLE 2

Duration

This corporation shall have perpetual existence, commencing upon filing.

ARTICLE 3

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is:

601 Bayshore Boulevard, Suite 700
Tampa, Florida 33606

Peter T. Kirkwood, Esq.
Barnett, Bolt, Kirkwood & Long
601 Bayshore Boulevard, Suite 700
Tampa, Florida 33606
(813) 253-2020
Fl. Bar #285994

H95-9599

ARTICLE 4

Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

ARTICLE 5

Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE 6

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is: Peter T. Kirkwood.

ARTICLE 7

Incorporator

The name and address of the sole incorporator is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|---|
| Peter T. Kirkwood | 601 Bayshore Boulevard Suite 700 Tampa, Florida 33606 |

H95-9599

H95-9599

ARTICLE 8

Indemnification

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

ARTICLE 9

Amendment

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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of August, 1995, and acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.



PETER T. KIRKWOOD, Incorporator and
Registered Agent

FILED
95 AUG 30 PM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95-9599

1201 HAYS STREET
TALLAHASSEE, FL 32301
800-342-8086
P95000067056



ACCOUNT NO. : 0721000000032
REFERENCE : 681364 8795A
AUTHORIZATION :
COST LIMIT : 9.87.50

ORDER DATE : September 13, 1995

ORDER TIME : 11:17 AM

ORDER NO. : 681364

CUSTOMER NO: 8795A

800001588978

CUSTOMER: Norma Deguenther, Legal Asst
Barnett Bolt Kirkwood & Long
Suite 700
601 Bayshore Boulevard
Tampa, FL 33606-2763

DOMESTIC AMENDMENT FILING

NAME: TAMPA TOOL, INC.

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

FILED
95 SEP 13 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: 9/13/95

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
TAMPA TOOL, INC.

FILED
95 SEP 13 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006(2) of the Florida Statutes, the Articles of Incorporation of Tampa Tool, Inc. (the "Corporation") are hereby amended as follows:

1. The name of the Corporation is Tampa Tool, Inc.
2. Article 1 of the Articles of Incorporation of Tampa Tool, Inc. is hereby amended to read as follows:

"ARTICLE 1

The name of this Corporation is American Tool & Equipment, Inc."

3. The foregoing amendment was adopted on September 6, 1995, by an action by written consent of the sole incorporator of this Corporation as authorized by Sections 607.0205(2) and 607.1003(6) of the Florida Statutes.

4. The number of votes cast by the sole incorporator in favor of this amendment was sufficient for approval, and voting by voting groups was not required.

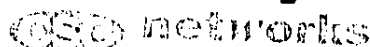
IN WITNESS WHEREOF, the undersigned incorporator of this Corporation has executed this Amendment to the Articles of Incorporation of Tampa Tool, Inc. on this 6th day of September, 1995.

TAMPA TOOL, INC.

By: Peter T. Kirkwood (Seal)
Peter T. Kirkwood, Incorporator

14/WIP95/W171 A4a

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1201 HAYS STREET
TALLAHASSEE, FL 32304-2607
904 222-4100
904 222-4101 FAX

800-342-8086

ACCOUNT NO. : 072100000032

REFERENCE : 193393 8795A

AUTHORIZATION : Patricia Pyatt

COST LIMIT : \$ 87.50

ORDER DATE : December 18, 1996

ORDER TIME : 11:32 AM

ORDER NO. : 193393-005

CUSTOMER NO: 8795A

CUSTOMER: Norma Deguenther, Legal Asst
Barnett Bolt Kirkwood & Long
Suite 700
601 Bayshore Boulevard
Tampa, FL 33606-2763

800002082818--5

DEC 18 1996
11:36
STATE
FLORIDA

DOMESTIC AMENDMENT FILING

NAME: AMERICAN TOOL & EQUIPMENT,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

File
154
RECEIVED
DEC 18 1996

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AMENDMENT TO
ARTICLES OF INCORPORATION
OF
AMERICAN TOOL & EQUIPMENT, INC.

Pursuant to Section 607.1006(1) of the Florida Statutes, the Articles of Incorporation of American Tool & Equipment, Inc., (the "Corporation"), are hereby amended as follows:

1. The name of the Corporation is American Tool & Equipment, Inc.

2. Article I of the Articles of Incorporation of American Tool & Equipment, Inc., is hereby amended to read as follows:

"ARTICLE I

The name of this Corporation is AT Liquidating Company."

3. The foregoing amendment was adopted on December 12, 1996, by a joint action by written consent of the shareholders and board of directors of this Corporation as authorized by Sections 607.0821 and 607.0704 of the Florida Statutes.

4. The sole voting group entitled to vote on this amendment is comprised of the holders of common stock, and the number of votes cast for the amendment by such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned secretary of this Corporation has executed this Amendment, the Articles of American Tool & Equipment, Inc., on this 12 day of December, 1996.

AMERICAN TOOL & EQUIPMENT, INC.

By: 

Peter D. Weber, Secretary

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904 222-0171
904 222-1771 FAX

800-342-8086



P95000067056

ACCOUNT NO. : 072100000032

REFERENCE : 193393 8795A

AUTHORIZATION : Patricia Page

COST LIMIT : \$ 87.50

ORDER DATE : December 18, 1996

ORDER TIME : 11:34 AM

ORDER NO. : 193393-010

CUSTOMER NO: 8795A

900002032819-2

CUSTOMER: Norma Deguenther, Legal Asst
Barnett Bolt Kirkwood & Long
Suite 700
601 Bayshore Boulevard
Tampa, FL 33606-2763

DOMESTIC FILINGS

NAME: AT LIQUIDATING COMPANY

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: VDIS

RECEIVED
55 DEC 18 PM 1:39
TALLAHASSEE, FLORIDA

RECEIVED

RECEIVED

12-19

ARTICLES OF DISSOLUTION
OF
AT LIQUIDATING COMPANY
(f/k/a AMERICAN TOOL & EQUIPMENT, INC.)

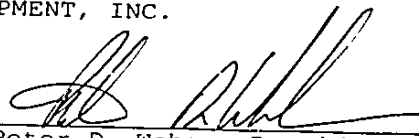
Pursuant to the provisions of the Florida Business Corporation Act, Section 607.1403 of the Florida Statutes, the undersigned corporation adopts the following Articles of Dissolution for the purposes of dissolving the corporation effective as of December 31, 1996:

1. The name of the corporation is: AT Liquidating Company.
2. The dissolution was authorized on 12 day of December, 1996, by the Written Consent of the Shareholders, as permitted by Section 607.1402(6) of the Florida Statutes.
3. The number of votes cast by the Shareholders in favor of dissolution was sufficient for approval, and voting by voting groups was not required.

DATED: December 12, 1996.

AT LIQUIDATING COMPANY, a Florida
corporation f/k/a AMERICAN TOOL &
EQUIPMENT, INC.

By:


Peter D. Weber, President