

*Marilyn Mayden*

**P96000003996**

Attorney at Law  
January 09, 1996

Ocala Professional Center  
240 S.W. 8th St., Ste. E  
Mailing Address:

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

P.O. Box 4302  
Ocala, Florida 34478-4302  
904/361-2638

Re: Filing Articles of Incorporation DePenCo  
Manufacturing, Inc., and Registered Agent & Acceptance

Dear Sir or Madam:

Enclosed in an original and one copy of the articles of  
incorporation and a Designation and Acceptance of Registered  
Agent for a Florida Corporation.

Please provide a file stamped copy.

A check for \$70.00 is enclosed. This represents payment  
for:

Filing Articles of Incorporation \$35.00  
Filing Designation & Acceptance \$35.00

200001685832  
-01/10/96--01160--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

If for any reason the above cannot be processed, please  
notify me immediately. You may call me collect at the above  
number. Please send all correspondence to my P.O. address  
above. Thank you for your assistance. I very much  
appreciated your courtesy on the phone yesterday.

Yours truly,

*Marilyn Mayden*  
MARILYN MAYDEN

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN 10 AM 11:44

*ga 1/12/96*

ARTICLES OF INCORPORATION  
OF  
DePenCO MANUFACTURING, INC.

FILED  
DEPARTMENT OF STATE  
CORPORATIONS  
96 JAN 10 AM 11:44

ARTICLE I.  
Corporate Name

The name of this corporation is DePenCo Manufacturing, Inc.

ARTICLE II.  
Nature of Business and Powers

The general nature of the business to be transacted by this corporation is to engage in any or all lawful business permitted under the laws of the State of Florida.

ARTICLE III.  
Capital Stock

The said corporation shall issue only one class of stock, which shall be common stock with one dollar (\$1.00) par value, the maximum number of shares of stock with one dollar (\$1.00) par value which the corporation is authorized to have outstanding at any time shall be One Thousand (1000) shares; subject, however to the right of said corporation to increase its capital stock as provided by law; and by such increase to issue additional stock either with or without nominal par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions or qualifications of voting powers of such additional stock, in and amendment to its articles of incorporation.

ARTICLE IV.  
Corporate Existence

This corporation shall have perpetual existence unless sooner dissolved according to law, commencing at the time of filing the articles with the Department of State.

ARTICLE V.  
Registered Agent and Initial Registered Office, Address of  
the Principal Office, and Mailing Address

The Registered Office of said corporation shall be 4770 W. Mustang Blvd., Beverly Hills, FL 34465 with the privilege of having branch offices at other places within or without the State of Florida. The initial Registered Agent at such address shall be ROBERT F. HELLRIEGEL. The Address of the principal office of the corporation and the mailing address of the corporation are likewise 4770 W. Mustang Blvd., Beverly Hills, FL 34465.

ARTICLE VI.  
Management by Stockholders

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors, the corporation having thirty five or fewer shareholders, and approved by all shareholders.

ARTICLE VII.  
Officers

The name and post office address of the President, Treasurer, Vice-President, and Secretary, each to hold office for the first year of existence of the corporation and until their successors are elected or appointed and have qualified are:

President and Treasurer	ROBERT F. HELLRIEGEL 4770 W. Mustang Blvd. Beverly Hills, FL 34465
Vice-President and Secretary	BEVERLY M. HELLRIEGEL 4770 W. Mustang Blvd. Beverly Hills, FL 34465

ARTICLE VIII.  
Incorporator

The name and street address of the person signing these articles of incorporation as the incorporator is:

ROBERT F. HELLRIEGEL  
4770 W. Mustang Blvd.  
Beverly Hills, FL 34465

ARTICLE IX.  
Preemptive Rights

Stockholders shall be granted full preemptive rights.

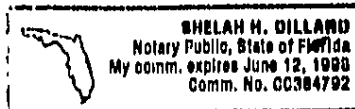
IN WITNESS of the foregoing, I have hereunto set my hand and seal and authorized to be filed in the office of the Secretary of State, State of Florida, the foregoing Articles of Incorporation, on this 3 day of January, 1996.

  
ROBERT F. HELLRIEGEL, Incorporator

STATE OF FLORIDA  
COUNTY OF MARION

I CERTIFY HEREBY that the foregoing Articles of Incorporation was acknowledged before me this 8 day of January, 1996 by ROBERT P. HELLRIBOLL, who is personally known to me or who has produced well-known (type of identification) as identification and who did not take an oath, and that he acknowledged before me the execution of same for the uses and purposes therein set forth and expressed.

Shelah H. Dillard  
Notary Public  
My Commission Expires:  
6.12.98



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT  
FOR A FLORIDA CORPORATION

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is DePenCo Manufacturing, Inc.
2. The name of the registered agent is Robert F. Hellriegel.
3. The address of the registered agent/registered office is 4770 W. Mustang Blvd., Beverly Hills, FL 34465, in Citrus County, State of Florida.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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 I am familiar with and accept the obligations of my position as registered agent.

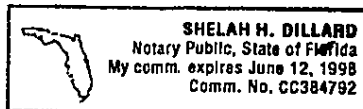
  
ROBERT F. HELLRIEGEL

STATE OF FLORIDA  
COUNTY OF MARION

I CERTIFY HEREBY that the foregoing Acceptance as registered agent was acknowledged before me this 2 day of January, 1996 by ROBERT F. HELLRIEGEL who is well known to me or who presented well-known as identification.

  
Notary Public

My Commission Expires:  
6.12.98



RECORDED  
INDEXED  
MAR 12 1996  
STATE OF FLORIDA  
COUNTY OF MARION