

P96000100358

TED'S TOOLS, INC.
1710 SW 5th Avenue
Pompano Beach, FL 33060

December 6, 1996

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

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Gentlemen:

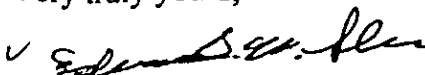
Please find attached the Original and one copy of the Articles of Incorporation for Ted's Tools, Inc. to be used for filing with the State of Florida.

Our check in the amount of 122.50 is attached as the cost of the filing fees, certified copy of articles of incorporation and fee for registered agent designation.

If you need any further information, please do not hesitate to contact me by phone (954) 782-8730 or by mail at the above address.

Dmc
12/11/96

Very truly yours,



Edward W. Sleeman
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

of

TED'S TOOLS, INC.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The Undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the state of Florida.

ARTICLE I. - NAME

The name of this corporation is Ted's Tools, Inc.

ARTICLE II. - NATURE OF BUSINESS

The Corporation is organized for the purpose of engaging in any activities of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One-Thousand (1000) shares of common stock with One-Dollar (1.00) Par Value per share. The consideration to be paid for each share shall be fixed by the board of directors. The stock so issued shall be fully paid and non-assessable.

ARTICLE IV. - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One-thousand (1000.00) Dollars.

ARTICLE V. - TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE VI. - PRINCIPAL OFFICE

The initial street address of the principle office of this corporation in the state of Florida is : 1710 SW 5th Avenue, Pompano Beach, Florida 33061

The board of Directors may, from time to time, move the principal office to any other address within the State of Florida.

ARTICLE VII. - DIRECTORS

This corporation shall not have less that two directors.

ARTICLE VIII. - INITIAL DIRECTORS

The names, titles and addresses of the first Board of Directors are:

Edward W. Sleeman
President/Secretary, Director
S/S # 266-17-8716
1710 SW 5th Avenue
Pompano Beach, FL 33060

Meredith Sleeman
Vice President/Treasurer, Director
S/S# 263-35-0326
1710 SW 5th Avenue
Pompano Beach, FL 33060

These officers shall hold office for the first year of existence of this Corporation or until successors are elected or appointed and have qualified.

ARTICLE IX. - SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation are :

Edward W. Sleeman
1710 SW 5th Avenue
Pompano Beach, FL 33060
500 Shares

Meredith Sleeman
1710 SW 5th Avenue
Pompano Beach, FL 33060
500 Shares

ARTICLE X. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent of this Corporation is : 1710 SW 5th Avenue, Pompano Beach, FL 33060. And the name of the initial Registered Agent of this Corporation is : Edward W. Sleeman.

ARTICLE XI. - AMENDMENTS

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon.

ARTICLE XII. - INSPECTION OF BOOKS AND RECORDS

The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations, the accounts and books of the Corporation, or any other records of the Corporation, shall be open to inspection by the Stockholders, and no Stockholder shall have the right to inspect any account or documents of the Corporation except as permitted by Statute, or the Board of Directors, or by resolution of the Stockholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation, at Broward County, Florida, this 7 day of December, 1996 for the uses and purposes aforesaid.

Edward W. Sleeman
Edward W. Sleeman

Meredith Sleeman
Meredith Sleeman

State of Florida)
County of Broward) SS

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared :

Edward Sleeman

Meredith Sleeman

known to be the persons who subscribed to the foregoing Articles of Incorporation, and they acknowledged before me that that did subscribe thereto for the uses and purposes therein mentioned and set forth.

Witness my hand and Official seal in the County and State above set forth this 7th day of Dec., 1996.

Susan Marie Arnold
Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

FILED

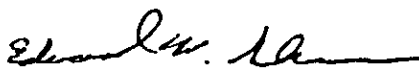
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STATE
FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted in compliance with said Act:

First, that Ted's Tools, Inc. desiring to organize under the laws of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Pompano Beach, Florida hereby designates Edward W. Sleeman as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

✓ 

Edward W. Sleeman
Registered Agent