

P96000012452

LAW OFFICES

WILLIAMS, SMITH & SUMMERS, P.A.

310 WEST ALFRED STREET

TAVARES, FLORIDA 32778-3208

CHRISTOPHER J. SMITH

GARY L. SUMMERS

ROBERT Q. WILLIAMS

TELEPHONE:

(352) 343-0058

FAX (352) 343-4207

February 1, 1996

800001707148

-02/06/96--01026--014

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Grinding Technologies, Inc.

Gentlemen:

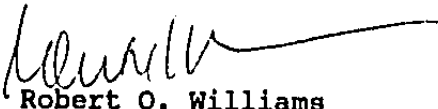
Enclosed are the original and one (1) copy of the articles of incorporation for Grinding Technologies, Inc. If the articles meet with your approval, please file them and return the copy to our office with a stamp showing it has been filed.

Enclosed you will find a check to cover the costs of this corporation, which are as follows:

\$ 35.00 - Filing fee  
8.75 - Certificate of status  
35.00 - Registered agent designation  
-----  
\$ 78.75

Thank you for your cooperation in this matter.

Sincerely,

  
Robert Q. Williams

RQW/cap


Enclosures

cc: S.W. Williams

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

56 FEB -5 AM 8:45

FILED

2/1/96  


ARTICLES OF INCORPORATION  
OF  
GRINDING TECHNOLOGIES, INC.

The undersigned incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation shall be Grinding Technologies, Inc. The mailing address of the corporation shall be Post Office Box 120159, Clermont, Florida 34712. The principal office of the corporation shall be located at 901 12th Street and Highway 50, Clermont, Florida 34712.

ARTICLE II

DURATION OF THE CORPORATION

The existence of this corporation shall be perpetual.

ARTICLE III

CORPORATE PURPOSE

The corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States.

ARTICLE IV

AUTHORIZED STOCK

The total number of shares of capital stock which the corporation shall have the authority to issue is as follows:

- (a) One (1) share of Class A stock which shall be entitled to 101 votes, and which shall have a par value of \$1,000.
- (b) Ninety-nine (99) shares of Class B stock, each of which shall be entitled to one (1) vote and have a par value of \$1,000 per share.

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
JUL 15 1985  
AM 8:15

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent and office of this corporation are as follows:

Robert Q. Williams  
380 West Alfred Street  
Tavares, Florida 32778-3298

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time-to-time by amendment to the bylaws of the corporation, but shall never be less than one. The name and address of the persons who shall serve as the initial directors are as follows:

Beverly A. Williams  
901 12th St. and Highway 50  
Clermont, Florida 34712

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this corporation are:

Beverly A. Williams  
901 12th St. and Highway 50  
Clermont, Florida 34712

ARTICLE VIII

PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently

authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

EXECUTED this 24th day of January, 1996.

Beverly A. Williams  
Beverly A. Williams  
Incorporator

I hereby accept appointment as registered agent of Grinding Technologies, Inc., and I am familiar with the requirements of Section 607.0505, Florida Statutes

By: Robert Q. Williams  
Robert Q. Williams  
Registered Agent

STATE OF FLORIDA  
COUNTY OF LAKE

The foregoing Articles of Incorporation were acknowledged before me this January 24th, 1996, by Beverly A. Williams, as the Incorporator, [ ] who is personally known to me or, [ ☒ ] who has produced FLORIDA 072 35 649-0 as identification.

Shelley Adkins  
Notary Signature  
Shelley Adkins  
Printed Notary Signature

My Commission Expires:

(1/19/96\2\corp\art.inc)



SHELLEY ADKINS  
My Commission 00474625  
Expires Jan. 20, 1999  
Bonded by AMS  
800-688-6378

96 FEB -5 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

P960000/2452

BUSINESS SYSTEMS AMBASSADORS



FILED  
97 FEB 24 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

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

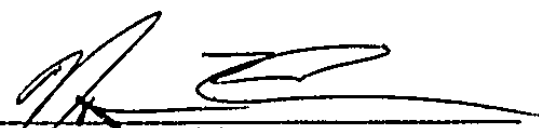
February 18, 1997

### GRINDING TECHNOLOGIES, INC.

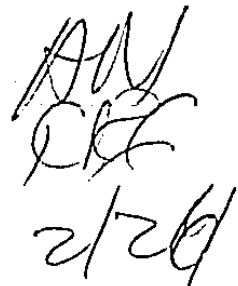
Enclosed is an original and one (1) copy of the Articles of Amendment and a check for \$87.50.

FROM: Norman L Corbin  
7936 Snowberry Circle  
Orlando FL 32819  
(407) 294-5900

700002095657--2  
-02/24/97--01095--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

  
Norman L Corbin  
Attorney at Law  
0843600

- Attachments:
1. Articles of Amendment (Original and one Copy)
  2. Certificate of Designation Registered Agent (Original and One Copy)

  
AN  
CK  
2/26

*"The Competitive Edge Requires The Right Solution"*

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**GRINDING TECHNOLOGIES, Inc.**

**FILED**  
97 FEB 24 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment adopted: Article IV to change

**FROM:** The total number of shares of capital stock which the corporation shall have authority to issue is as follows:

(a) One (1) share of Class A stock which shall be entitled to 101 votes, and which shall have a par value of \$1,000.

(b) Ninety-nine (99) shares of Class B stock, each of which shall be be entitled to one (1) vote and have a par value of \$1,000 per share.

**TO:** The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One hundred (100) shares of Common Shares of One (1) Dollar Par Value.

**SECOND:** Amendment adopted: ARTICLE V to change

**FROM:** The name and address of the registered agent and office of this corporation are as follows:

Robert Q. Williams  
380 West Alfred Street  
Tavares, Florida 32778-3298

FILED  
97 FEB 24 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION REGISTERED  
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER  
THE LAWS OF THE STATE OF FLORIDA, SUBMIT THE FOLLOWING STATEMENT  
IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

1. The name of the Corporation is: GRINDING TECHNOLOGIES, INC.

2. The name and address of the registered agent and office is:

**Beverly A. Williams  
901 12 St. and Highway 50  
Clermont, Florida 34712**

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

  
Beverly A. Williams

January 24, 1997  
Date

TO: The name and address of the registered agent and office of this corporation are as follows:

Beverly A. Williams  
901 12 Street and Highway 50  
Clermont, Florida 34712

**THIRD: ADOPTION OF AMENDMENT(S)**

The amendments were adopted by the Incorporator without shareholder action and shareholder action was not required.

Signed this 28<sup>th</sup> day of JANUARY, 1997.

Signature Beverly A. Williams  
Beverly A. Williams  
Incorporator  
901 12 St. and Highway 50  
Clermont, Florida 34712