

P960000/3254

FOGLE & FOGLE, P. A.
ATTORNEYS AT LAW

J. DANA FOGLE
CORPORATION & BUSINESS LAW
REAL PROPERTY LAW
PROFESSIONAL ORIGINAL PRACTICE

ALICE M. FOGLE
MARITAL & FAMILY LAW

February 2, 1996

517 EAST PLYMOUTH AVENUE
POST OFFICE BOX 117
ORLANDO, FLORIDA 32811-0117

(404) 784-4018
FAX (404) 784-7410
100001710211
-02/08/96--01042--015
****122.50 ****122.50

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

EFFECTIVE DATE
2-2-96

Re: Incorporation of B & P TOOL & FASTENER

Dear Sir:

Enclosed herewith is an original and one copy of the proposed Articles of Incorporation and Designation of Registered Agent for B & P TOOL & FASTENER, INC.

Also enclosed is my check in the amount of \$122.50 representing the following:

Filing Fee	\$35.00
Registered Agent Certificate	52.50
Certified copy of Charter and of Registered Agent Certificate	35.00

Thank you very much for your assistance.

Sincerely,



J. Dana Fogle

JDF/js
Enclosures

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96FEB-8 AM 8:40

AL FEB 12 1996

ARTICLES OF INCORPORATION
OF

B & P TOOL & FASTENER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 FEB -8 AM 8:40

WE, ROBERT H. BARTLETT, and PAUL J. ELIAS, being of legal age do hereby authorize the formation of a corporation under the laws of the State of Florida.

EFFECTIVE DATE
2-2-96

ARTICLE I

The name of this corporation shall be B & P TOOL & FASTENER, INC.

ARTICLE II.

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

ARTICLE III.

GENERAL NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is to buy, sell and distribute tools and fasteners, and to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares fully paid, \$1.00 par value common stock. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE V.

INITIAL DIRECTORS

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE VI.

STREET AND MAILING ADDRESS OF INITIAL REGISTERED
OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial street and mailing address of the principal place of business of said corporation is 2835 SR 44 West, DeLand, Fl. 32720. The initial registered agent is Robert H. Bartlett, 1520 Center Street, DeLand, Fl. 32720.

ARTICLE VII

SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation are:

PAUL J. ELIAS	ROBERT H. BARTLETT
19 Plantation Rd.	1520 Center St.
DeBary, Fl. 32713	DeLand, Fl. 32720

ARTICLE VIII.

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on February 2, 1996.

IN WITNESS WHEREOF, We, PAUL J. ELIAS and ROBERT H. BARTLETT, being the original subscribers to the capital stock hereinabove named, for the purpose of forming a corporation to do business

Page 3.

both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals this 2 day of February, 1996.

Paul J. Elias
PAUL J. ELIAS
Robert H. Bartlett
ROBERT H. BARTLETT

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared PAUL J. ELIAS and ROBERT H. BARTLETT, to me well known to be the persons who executed the foregoing Certificate of Incorporation and they acknowledged before me that they executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 2nd day of February, 1996.

Judy Stark
Notary Public, State of Florida
My commission expires:



JUDY STARK
MY COMMISSION # CC330110 EXPIRES
January 21, 1998
BONDED THROUGH TROY FAIR INSURANCE, INC.

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED

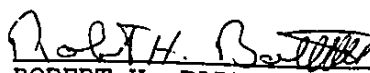
In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

FIRST: That B & P TOOL & FASTENER, INC., desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation, at the City
of DeLand, County of Volusia, State of Florida, has named ROBERT
H. BARTLETT, located at 1520 Center Street, DeLand, Florida 32720,
as its agent to accept service of process within this State.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 FEB - 8 AM 9:40

ACKNOWLEDGMENT:

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.


ROBERT H. BARTLETT