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**JULIAN K. DOMINICK, JR.**

ATTORNEY AT LAW  
481 NORTH FERNCREEK AVENUE  
ORLANDO, FLORIDA 32803

TELEPHONE (407) 888-8808

February 12, 1996

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

RECEIVED  
FEB 14 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
0000001714740  
-02/14/96-01059--010  
\*\*\*122.50 \*\*\*122.50

Re: TOTAL INDUSTRIAL PRODUCTS, INC.

Gentlemen:

We enclose proposed Articles of Incorporation, in duplicate,  
for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover  
the filing fee, registered agent fee and certified copy.

Very truly yours

*Julian K. Dominick, Jr.*  
JULIAN K. DOMINICK, JR.

JKDjr:md  
Enclosures  
cc: Walter J. Collyer

2/14/96  
PB

ARTICLES OF INCORPORATION  
OF  
TOTAL INDUSTRIAL PRODUCTS, INC.

FILED  
96 FEB 14 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is: TOTAL INDUSTRIAL PRODUCTS, INC.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 20,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE IV. PRINCIPAL OFFICE, MAILING ADDRESS, INITIAL REGISTERED OFFICE AND AGENT

The principal office of this corporation is located at 2812 Abney Avenue, Orlando, Florida 32833.

The mailing address of the corporation is 2812 Abney Avenue, Orlando, Florida 32833.

The street address of the corporation's initial registered office is 2812 Abney Avenue, Orlando, Florida 32833 and the name of the initial registered agent at that office is Walter J. Collyer.

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may either be increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

Walter J. Collyer	2812 Abney Avenue Orlando, Florida 32833
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Marie C. Collyer	2812 Abney Avenue Orlando, Florida 32833
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ARTICLE VI. INCORPORATORS

The names and addresses of the persons signing these Articles are:

Walter J. Collyer	2812 Abney Avenue Orlando, Florida 32833
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Marie C. Collyer	2812 Abney Avenue Orlando, Florida 32833
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WALTER J. COLLYER

  
MARIE C. COLLYER

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared WALTER J. COLLYER and MARIE C. COLLYER, to me well known to be described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation. They are personally known to me or have produced driver's licenses as identification and did take oaths.

WITNESS my hand and official seal in the County and State named above, this 12<sup>th</sup> day of February, 1996.

Karen Padgett  
Name: KAREN S. PADGETT  
Notary Public

My Commission Expires:

KAREN S. PADGETT  
Notary Public, State of Florida  
My comm. expires Dec, 28, 1998  
Comm. No. CC248451

ACCEPTANCE BY REGISTERED AGENT


Name of Corporation: TOTAL INDUSTRIAL PRODUCTS, INC.

The undersigned, WALTER J. COLLYER, hereby acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for TOTAL INDUSTRIAL PRODUCTS, INC.

  
WALTER J. COLLYER

STATE OF FLORIDA  
COUNTY OF ORANGE

12th THE FOREGOING INSTRUMENT was acknowledged before me this day of February, 1996, by WALTER J. COLLYER, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

  
Name: KAREN S. PADGETT  
Notary Public

My Commission Expires:

KAREN S. PADGETT  
Notary Public, State of Florida  
My comm. expires Dec. 28, 1996  
Comm. No. CC248451