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Admitted to State Bars of:  
Florida New York  
Iowa California

February 26, 1996

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Kooly Mfg. Corporation

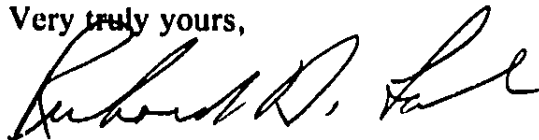
Dear Sir or Madam:

600001726486  
-02/28/96--01047--015  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed please find an original and a copy of the Articles of Incorporation for the above-referenced corporation. Please file these articles and return a certified copy to our office at your earliest convenience. Also, enclosed is our check in the amount of \$122.50 to cover the cost for filing.

Thank you for your assistance and please feel free to call if you have any questions.

Very truly yours,



Richard D. Lakeman

RDL/dlm  
Encl.

3-1-96  
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3-1-96

**ARTICLES OF INCORPORATION  
OF  
KOOLY MFG. CORPORATION**

By the following proposed Articles of Incorporation, the undersigned does hereby declare his intent to form a corporation under the laws of the State of Florida providing for the formation, rights, liabilities, privileges and immunities of a corporation for profit.

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation shall be KOOLY MFG. CORPORATION.

The initial address of the principal office of the corporation is: 1320 Gleason Parkway, Cape Coral, Florida 33914.

The initial mailing address of the corporation is P.O. Box 155, Cape Coral, Florida 33910.

**ARTICLE II - DURATION**

The corporate existence of this corporation commences on the date filed.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock each share having a par value of One Dollar (\$1.00). These shares have unlimited voting rights and the holders thereof are entitled to receive the net assets of the corporation upon dissolution.

#### **ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which the shareholder already holds, shall have the right to purchase a pro rata share thereof at the price at which it is offered to others.

#### **ARTICLE V - ADDRESS**

The street address of the initial registered office of this corporation is 1320 Gleason Parkway, Cape Coral, Florida 33914. The name of the initial registered agent at such address is MARLENE M. CHOWANIEC.

#### **ARTICLE VI - INCORPORATOR**

The name and address of the incorporator of this corporation is as follows:

James M. Chowaniec

1320 Gleason Parkway  
Cape Coral, Florida 33914

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Incorporation this 26 day of Feb., 1996.

  
JAMES M. CHOWANIEC

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: Feb 26, 1996

  
MARLENE M. CHOWANIEC  
Registered Agent

FILED  
SECRETARY OF STATE  
FEB 29 PM 2:55  
ALABAMA