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1995

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AMERILAWYER[®]

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

500001738585
-09/11/96--01042--001
1000.00 **10.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):
TRI-CORP MANUFACTURING, INC.

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

1:30

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

3-11-96
Examiner's Initials aw

ARTICLES OF INCORPORATION
OF
TRI-CORP MANUFACTURING, INC.

RECEIVED
SECRETARY
JAN 11 1983
CORPORATION
STATE OF FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **TRI-CORP MANUFACTURING, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 11426 Smokethorn Drive, Riverview, Florida 33569 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Michael A. Sawyer
Secretary:	Michael A. Sawyer
Treasurer:	Michael A. Sawyer

whose addresses shall be the same as the principal office of the Corporation.



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Michael A. Sawyer

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



AMERILAWYER®

8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 10 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 11 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.



AMERILAWYER®
INCORPORATION THROUGHOUT THE UNITED STATES

ARTICLE 12 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereof, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is AmeriLawyer[®] Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is AmeriLawyer[®] Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 14 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 15 - EFFECTIVE DATE

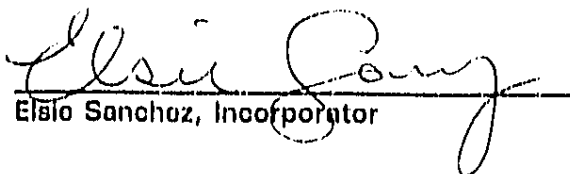
These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 16 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 8 March 1996.


Elsie Sanchez, Incorporator

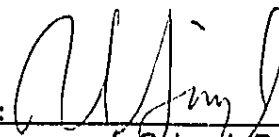
55 MAR 11 PM 2:10

FILED
RECEIVED BY STATE
CLERK
MAR 11 1996
CORAL GABLES

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

AmeriLawyer® Chartered, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

AmeriLawyer® Chartered

By: 
Lawrence J. Spiegel, President

ARTESINC SUB



HENRY W. HICKS, P.A.
ATTORNEY AT LAW

2814 W. KENNEDY BLVD.
TAMPA, FLORIDA 33609

TELEPHONE 813-876-8110
FAX (813) 876-4999

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September 27, 1996

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

400001960424
-10/01/96--01027--010
*****35.00 *****35.00

Re: Tri-Corp Manufacturing, Inc.

Gentlemen:

Enclosed find an original and one copy of the Amendment to Articles of Incorporation for the above-referenced corporation along with our check in the amount of \$35.00 to cover the cost of filing same.

Please return a filed copy as soon as possible.

Sincerely,


HENRY W. HICKS

HWH:pb

enclosures

SH 1/4

FILED
96 SEP 30 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TRI-CORP MANUFACTURING, INC.**

**FILED
96 SEP 30 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned officer and director of TRI-CORP MANUFACTURING, INC. does hereby make, acknowledge and file with the Secretary of State of the State of Florida this Amendment to Articles of Incorporation of TRI-CORP MANUFACTURING, INC., a corporation organized under the laws of the state of Florida.

ARTICLE I

Under Article 5 of the Articles of Incorporation, the officers of the Corporation shall be changed to:

President	Nick Herman
Vice President	Michael Sawyer
Secretary/Treasurer	Bruce Maier

ARTICLE II

Under Articles 6 of the Articles of Incorporation, the Board of Directors shall be as follows:

Nick Herman
Michael Sawyer
Bruce Maier
Michael Herman

ARTICLE III

This amendment to the Articles of Incorporation was duly adopted by unanimous written consent of the shareholders & Directors of this Corporation dated May 13, 1996.

ARTICLE IV

The other provisions of the original Articles of Incorporation shall remain unchanged unless such provisions are inconsistent herewith, in which case these Articles shall prevail.

IN WITNESS WHEREOF, I have executed this Amendment to Articles of Incorporation this 26th day of September, 1996.

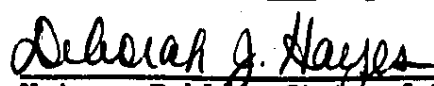

NICK HERMAN, President


NICK HERMAN, Director

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared, NICK HERMAN, President and Director of Tri-Corp Manufacturing, Inc., who is personally known to me or produced as identification and after being first duly sworn, deposes and says that he executed the foregoing Amendment freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 26th day of September, 1996.


Notary Public, State of Florida



HENRY W. HICKS, P.A.
ATTORNEY AT LAW

2814 W. KENNEDY RD
TAMPA, FLORIDA 33611

TELE (813) 870-8110
FAX (813) 870-4800

P96000021859

December 19, 1996

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

900002036939--4
-12/24/96--01087--011
*****35.00 *****35.00

Re: Tri Corp Manufacturing, Inc.

Gentlemen:

Enclosed find an original and one copy of the Articles of
Dissolution for the above-referenced corporation along with our
check in the amount of \$35.00 to cover the cost of filing same.

Please furnish confirmation that same has been filed.

Sincerely,



HENRY W. HICKS

HWH:pb

enclosures

FILED
96 DEC 23 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH K
Diss

ARTICLES OF DISSOLUTION
OF
TRI-CORP MANUFACTURING, INC.

FILED
95 DEC 23 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation to be dissolved is TRI-CORP
MANUFACTURING, INC.

ARTICLE II

Dissolution of the company was authorized at a meeting held
on November 12, 1996.

ARTICLE III

Dissolution was approved by a majority of the shareholders
comprising a quorum which was a number sufficient for the
purposes of approval of dissolution of the corporation.

DATED at Tampa, Hillsborough County, Florida, this 19th day
of November, 1996.

December

Bruce Maier
BRUCE MAIER

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally
appeared, BRUCE MAIER, President and Director of Tri-Corp
Manufacturing, Inc. who is personally known to me and after being
first duly sworn, deposes and says that he executed the foregoing
Amendment freely and voluntarily for the purposes therein
expressed.

SWORN TO AND SUBSCRIBED before me this 19th day of December,
1996.

Paula Brodeser
Notary Public, State of Florida

