MARK A. BEDNAR, P.A.

Attorney at Law

11 BAST ZARAGOZA STREET PENSACOLA, FLORIDA 32501

AREA CODE 904 + TELEPHONE 414-1015 TELECOPIER 434-7844

MAILING ADDRESS. FO DRAWER 13146 + PENSACOLA, FLORIDA 12591

February 23, 1996

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Incorporation of:

Performance Specialties, Inc.

200001724172 -02/26/96--01068--011 ****122.50 ****122.50

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation concerning the above, for filing with your office. A check in the amount of \$122.50 is enclosed to cover the cost of filing.

I would appreciate your returning the certified copy to my office at your earliest convenience. If you should have any questions, please advise.

Sincerely,

Mark A. Bednar

MAB: tms Enclosures

Please return to:

Mark A. Bednar, Esquire 11 East Zaragoza Street Post Office Drawer 13146 Pensacola, Florida 32591



February 28, 1996

MARK A. BEDNAR PA 11 EAST ZARAGOZA STREET PENSACOLA, FL 32501

SUBJECT: PERFORMANCE SPECIALTIES, INC.

Ref. Number: W96000004453

We have received your document for PERFORMANCE SPECIALTIES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 496A00008659

ARTICLES OF INCORPORATION

OF

PERFORMANCE SPECIALTIES, INC.



ARTICLE I - NAME

The name of this corporation is: PERFORMANCE SPECIALTIES, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transaction any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

ARTICLE V - PRE-EMPTIVE 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 he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 11 East Zaragoza Street, Pensacola, Florida 32501 and the name of the registered agent of this corporation is Mark A. Bednar, 11 East Zaragoza Street, Pensacola, Florida 32501.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

Joel E. Colquett 8 Industrial Street

Fort Walton Beach, Florida 32548

ARTICLE VIII - INCORPORATORS

The name and address of the pcrson signing these articles is:

Joel E. Colquett

8 Industrial Street Fort Walton Beach, Florida 32548

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the

Shareholders.

ARTICLE X - SHARES OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

Joel E. Colquett

500 shares

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XIII - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares of stock held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

ARTICLE XIV - TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this will day of February, 1996.

JOÈL E COLQUET

STATE OF FLORIDA)
COUNTY OF OKALOGSA)

The foregoing instrument was acknowledged before me this column to me or who has produced Florida Division as identification and who did (did not) take an oath.

JOHN F. JENKINS
My Comm Exp. 1/17/99
Bonded By Service Ins
No. CC433680

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NOTARY PUBLIC

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Performance Specialties, Inc.
- The name and address of the registered agent and office is
 Mark A. Bednar, 11 East Zaragoza Street, Pensacola, Florida 32501—

Joel E. Colquett, President

8 Industrial Street

Fort Walton Beach, Florida 32548

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.

MARK A. BEDNAR

TALERETAN OF STATE

MARCH QO, 1996

MARCH QO, 1996