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### ARTICLES OF INCORPORATION

OF

MET-CET, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

### ARTICLE I. NAME

The name of the corporation shall be:

MET-CET, INC.

The address of the principal office of this corporation shall be 372 South Beach Road, Hobe Sound, Florida 33455, and the mailing address of the corporation shall be the same.

### ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

## ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Thomas W. Cushing Dir.

372 South Beach Road Hobe Sound, Florida 33455

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### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 12, 1996.

CORPORATION SERVICE COMPANY

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having be n designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

/Its Agent, Karen B. Roza:

OUGHTERSON, OUGHTERSON, PREWITT & SUNDHEIM, P.A.

310 BW OCEAN HOULEVARD STUART PLORIDA 34004

WM. A. GUGHTERSON JOHN B. PICEWITT PREDEIGER G. MUNDERIMGIG

14071287-0080

TOTAL ORIGINATION (1904-1983)

FAX (407) 807+0498

May 3, 1996

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The Honorable Sandra B. Mortham Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32301

RE: MET-CET, INC./FERALCO, INC.

Dear Madam:

Enclosed please find the original and one (1) copy of the Articles of Amendment for the above-referenced corporation and the Statement of Change of Registered Office and Registered Agent. Also enclosed is our check in the amount of \$70.00 to cover your fee for processing same.

Thank you for your cooperation in this matter.

Sincerely yours,

Frederick G. Sundheim, Jr.

cc: Thomas W. Cushing Enclosures (as stated)

C-506B

DIVISION OF CORPORATIONS

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AUTHORIZATION BY PHONE TO

VS MAY 1 5 1996

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## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MET-CET, INC.

On this the 19th day of Met-CET, Inc., a Florida corporation, the Board of Directors of MET-CET, Inc., a Florida corporation, under the general laws of the State of Florida, was held, at which meeting all the Directors of the corporation unanimously adopted the following resolution:

RESOLVED, that the Articles of Incorporation be amended by changing the name of the corporation, substituting the following new Article I:

### ARTICLE I

The name of this corporation is: FERALCO, INC.

The address of the principal office of this corportion shall be 372 South Beach Road, Hobe Sound, Florida 33455, and the mailing address of the corporation shall be the same.

The undersigned, as President and Secretary of FERALCO, Inc. hereby certify that the Board of Directors, at a meeting duly called, noticed and held on the 19th day of \_\_\_\_\_\_\_, 1996, at which all the Directors were present, unanimously adopted the foregoing Resolution and that said Resolution has not been rescinded or amended in any way. Shareholder approval was not required.

DATED this May 3 day of, 1996.
Thomas W. Cushing, Prosident
Attest:
Thomas W. Cushing / Secretary
STATE OF FLORIDA
COUNTY OF MARTIN
The foregoing instrument was acknowledged before me
this 3 day of May, 1996, by THOMAS W. CUSHING, as
Director for FERALCO, INC. a Florida corporation.
Shown Liemas
OFFICIAL NOTARY SEAL STIARON SIZEMORE NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC273600 MY COMMISSION EXP. APR. 20,1997
Print, type or stamp commissioned name of Notary Public
Personally known or produced identification

A Martin Carlo Carlo Manager Carlo Car Carlo Ca OUGHTERSON, OUGHTERSON, PREWITT & SUNDITIEM, BA THE 5W OCEAH ROBLEVARD

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WM A. OUGHTERSON JOHN E PRESETT ERRIDERICK G. SIMIDHEIM, DC.

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May 3, 1996

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Thank you for your cooperation in this matter.

Sincerely yours,

Frederick G. Sundheim, Jr.

FGS:mc cc: Thomas W. Cushing Enclosures (as stated) C-506B

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Program (B)	
	Date Filed April 12, 1996
STATEMENT OF C	HANGE OF REGISTERED OFFICE
AND R	REGISTERED AGENT
rate of than ging its registered office	.0501 and 607.0502, or 607.1508, Florida Statutes, the underws of the State of Florida, submits the following statement for and registered agent in the State of Florida.
1. The name of the corporation is:FERM	LCO: Inc.
2. The name and address of its present reg.	istered agent in
CORPORATION	INFORMATION SERVICES, INC. 1201 Hays Street lahassee, Florida 32301
3. The name and street address to which its (P.O. Thomas W. Cushing	s registered agent is to be changed is:
372 South Beach Road	· · · · · · · · · · · · · · · · · · ·
Hobe Sound, FL 33455	
<ol> <li>The street address of its registered office agent, as changed, are identical.</li> </ol>	and the street address of the business office of its registered
	m. d., t
Thomas W. Cishing, Director / Presid	Signature Thomas W Quoling President (President or Vive President)
	Date May 3, 1996
THER AGREE TO COMPLY WITH THE PRO	AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURVISIONS OF ALL STATUTES RELATIVE TO THE PROPER DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE STERED AGENT UNDER SECTION 607.0505, FLORIDA
Please Print/Type Name Thomas W. Cushin	,
Signature & Thomas warshing	
Date May 3, 1996	
CIS 4/92 F	ILING FEE \$35

Charter No. P96000032363