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LAW OFFICES OF
ROBERT J. NORTON, P.A.
ATTORNEY AT LAW
BARNETT BANK BUILDING
SUITE 408
PUNTA GORDA, FLORIDA 33950

FILED
96 MAY 31 PM 3:01
TALLAHASSEE, FLORIDA

ROBERT J. NORTON, ESQUIRE
ALSO ADMITTED TO MICHIGAN BAR
REGISTERED PATENT ATTORNEY

WENDY MAKHOLM VENATTA, CLA
CERTIFIED LEGAL ASSISTANT

MAILING ADDRESS
126 E. OLYMPIA AVE., SUITE 408
PUNTA GORDA, FLORIDA 33950
TELEPHONE (941) 638-0311 & 637-1615

May 29, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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****122.50 ****122.50

Re: **Aero Precision, Inc.**

Dear Sir:

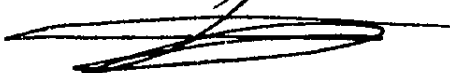
Enclosed for filing find Articles of Incorporation for Aero Precision, Inc., together with check in the amount of \$122.50 to cover the filing fee.

Upon approval, please provide me with a certified copy of the Articles, bearing your stamp and date of incorporation.

If you have any questions, please advise.

Thank you for your attention to this matter.

Very truly yours,



Robert J. Norton

RJN:esj
Encs.

44-596

ARTICLES OF INCORPORATION
OF
AERO PRECISION, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is AERO PRECISION, INC.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in all lawful business under the Florida General Corporation Act.

In connection with said business, this corporation shall have the following powers, which shall not be deemed to exclude those other corporation powers granted by law.

To contract debts, borrow money and issue and sell or pledge notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtednesses as required.

To conduct business in, have one or more offices in, and hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copy rights, trademarks, and licenses in the State of Florida, and in all other states and countries.

To purchase, hold, sell and transfer shares of its own capital stock, provided that the corporation shall purchase none of its own capital stock, except from the surplus of its assets over its liabilities, including capital, and shares of its own capital stock owned by the corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders quorum or vote.

ARTICLE IV. PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation is 28000 Airport Road, Suite A-18, Punta Gorda, Florida 33982.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of ten cent par value common stock, which stock shall be designated as "Common shares."

ARTICLE VI. VOTING RIGHTS

Except as otherwise provided by law, the entire voting powers for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 22469 Quasar Boulevard, Port Charlotte, FL 33952. The initial registered agent at that address is FRANK T. CVELBAR.

ARTICLE VIII. INITIAL OFFICERS

The initial officers of this corporation and their addresses are as set forth below. Said officers shall serve until such time as their successors are elected and qualified.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
FRANK T. CVELBAR	President	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982
GLORIA A. CVELBAR	Vice President	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982
KENNETH BO GILHAM II	Secretary	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982
ANNE LECHLEITER	Treasurer	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982

ARTICLE IX. INITIAL DIRECTORS

This corporation shall have two directors initially who shall serve until their successor is elected and qualified. The number of directors may be increased from time to time by the By-Laws but shall not be less than one. The names and addresses of the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
FRANK T. CVELBAR	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982
GLORIA A. CVELBAR	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982

ARTICLE X. INCORPORATORS

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

<u>NAME</u>	<u>ADDRESS</u>
FRANK T. CVELBAR	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982
KENNETH BO GILHAM, II	28000 Airport Rd., Ste. A-18 Punta Gorda, FL 33982

ARTICLE XI. BY-LAWS

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

ARTICLE XII. CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing

such votes on the same principal among any number of such candidates.

ARTICLE XIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XIV. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 24th day of May, 1996.

Frank T. Cvelbar
Frank T. Cvelbar

Kenneth B. Gilham, II
Kenneth Bo Gilham, II

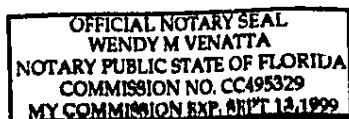
STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, the undersigned officer, personally appeared FRANK T. CVELBAR and KENNETH BO GILHAM, II, personally known to me, or who produced ~~personally known~~ identification, and known by me to be the persons described in and who executed the foregoing Articles of Incorporation, and did so for the purposes therein expressed.

WITNESS my hand and seal this 24th day of May, 1996.

My Commission Expires:

Wendy M Venatta
Notary Public



FILED
96 MAY 31 PM 3:01
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT**

I, FRANK T. CVELBAR, the undersigned hereby accept designation as registered agent of AERO PRECISION, INC.

Dated this 24th day of May, 1996.

Frank T. Cvelbar
Frank T. Cvelbar