

P96000049236

June 3, 1996

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

200001855852
-06/07/96--01085--018
****122.50 ****122.50

Re: Incorporation of Keithley Tools Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with a money order in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above-named corporation.

Yours truly,

Holly Jean Keithley

Holly Jean Keithley, Secretary and
Treasurer

Keithley Tools Inc.
3054 Moore Drive
Oviedo, Florida 32765
(407) 366-9897

JUN 10 1996

BSB

FILED
96 JUN -7 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encl. SASE.

ARTICLES OF INCORPORATION

OE

Keithley Tools Inc.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is Keithley Tools Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue two-hundred and fifty shares (250) of One-Hundred Dollar (\$100.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office and the mailing address of the corporation is 3054 Moore Drive, Oviedo, Florida 32765.

The name and street address of the Initial Registered Agent of this Corporation is Holly Jean Keithley, 3054 Moore Drive, Oviedo, Florida 32765.

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95 JUN -7 AM 11:56
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

Donald Elton Keithley, 3054 Moore Drive, Oviedo, Florida 32765

Holly Jean Keithley, 3054 Moore Drive, Oviedo, Florida 32765

ARTICLE VII - INITIAL INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

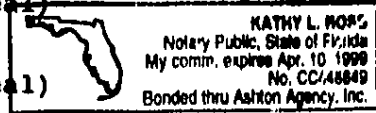
Donald Elton Keithley, 3054 Moore Drive, Oviedo, Florida 32765

Holly Jean Keithley, 3054 Moore Drive, Oviedo, Florida 32765

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 04 day of June, 1996.

Holly Jean Keithley (Handwritten Signature) (Seal)

Donald Elton Keithley (Handwritten Signature) (Seal)

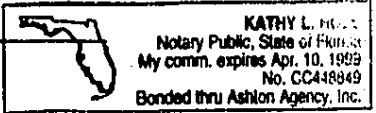


STATE OF FLORIDA)
COUNTY OF Orange)^{SS}

SWORN TO AND SUBSCRIBED before me this 04 day of June, 1996, Holly + Donald Keithley, who is personally known/produced identification number _____ to me and who did/~~did not~~ take an oath.

Kathy L. Ross (Handwritten Signature)
Notary Signature

Kathy L. Ross
Printed Notary Signature



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT
CERTIFICATE OF REGISTERED AGENT
JE

Keithley Tools Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 3054 Moore Drive, Oviedo, Florida 32765 and has named Holly Jean Keithley located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Register Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of the position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.

Holly Jean Keithley
Holly Jean Keithley, Registered Agent

FILED
25 JUN -7 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA