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Law Offices of
Patrick M. Magill

Post Office Box 922
Orlando, Florida 32802

FILED

96 JUN 19 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 17, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

600001867976
-06/19/96--01141--001
*****70.00 *****70.00

Re: Articles of Incorporation
Sandhill Labs, Inc.

Dear Sir:

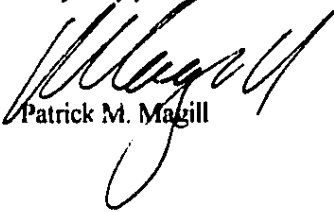
I enclose the original Articles of Incorporation for the above named corporation for profit.

Please file these as soon as possible and return to me the Certificate of filing.

I enclose my check in the amount of \$70.00 for the filing of these Articles of Incorporation.

Thank you for your cooperation and assistance in this matter.

Very truly yours


Patrick M. Magill

PMM:rtm

Enclosures

PH
6/20/96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SANDHILL LABS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

I

The name of the corporation shall be *SANDHILL LABS, INC.*. The principal place of business shall be 27518D County Road 561, Tavares, Florida 32778.

II

The duration of this corporation is perpetual unless dissolved according to law.

III

The purposes for which this corporation is organized are:

1. To sell and service industrial test equipment and related merchandise.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

IV

The aggregate number of shares which the corporation is authorized to issue is five hundred (500). Such shares shall be of a single class, and shall have a par value of ten dollars (\$10.00) per share.

V

The number constituting the initial Board of Directors is two (2). The name and address of each persons who are to serve initially are:

Steven M. Loso
1490 Lodge Terrace
Deltona, Florida 32738

Larry E. Hamer
1273 Carolyn Drive
Clermont, Florida 34711


VI


The street address of the initial registered office of the corporation is 2110 East Robinson Street, Orlando, FL 32803. The name of its original registered agent at such address is Patrick M. Magill, Esquire.

VII

The names and addresses of the incorporators are the same as the initial directors, listed above.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of
Incorporation this 14th day of June, 1996


STEVEN M. LOSO


LARRY E. HAMER

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared STEVEN M. LOSO and
LARRY E. HAMER who each produced Florida Driver's License as
identification, who depose and said that they are the persons described as the subscribers in and who
executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to
these Articles of Incorporation.

WITNESS my hand and seal this 14th day of June, 1996.


NOTARY PUBLIC

My Commission Number is:

My Commission expires:



PATRICK M. MAGILL
My Comm Exp. 6/06/98
Bonded By Service Ins
No. CC379218

() Personally Known () Other I.D.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I, PATRICK M. MAGILL, agree to accept the designation of Registered Agent for *Sandhill Labs, Inc.*; and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Statute, Chapter 607 which apply to my capacity as Registered Agent.

DATED this 14th day of June, 1996.


PATRICK M. MAGILL

Sworn to and subscribed before me this 14th day of June, 1996, by PATRICK M. MAGILL, to me well known.



LAURA B. GASTON
My Commission CCB37214
Expires Mar. 04, 2000


A stylized signature of the Notary Public, Laura B. Gaston, written in black ink.

NOTARY PUBLIC

My Commission Number is:

My Commission expires: