

P96000062822

GLENN WAINWILL  
BILLY R. BRADY  
TULA MICHELE HAFF

W. DILL AND REAR, P.A.  
ATTORNEYS AT LAW  
PALMETTO BEACH  
P.O. BOX 1363  
AUBURNDALE, FLORIDA 33823

FILED

96 JUL 25 PM 3:30

TELEPHONE  
941/963-2516  
FAX NO.  
941/963-2421

O/ Counsel  
C. ROBERT PICKETT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 12, 1995

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

U.P.S. Next Day Air: N058 7005 34 3  
(409 E. Gaines Street, Tallahassee, FL 32399)

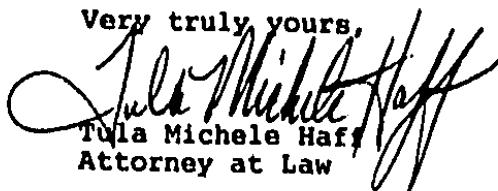
RE: Articles of Incorporation of  
POLK WELDING AND INDUSTRIAL SUPPLY, INC.  
Our File No.: 9506

Dear Secretary of State:

Attached you will find an original and one (1) copy of the Articles of Incorporation, and Designation of Registered Agent to be filed with your office. Also enclosed you will find our firm check in the amount of \$70.00 to cover the filing fee for these documents. Please file the Articles of Incorporation and return one stamped copy of the same to my office upon completion. I have also enclosed a postage pre-paid/self-addressed envelope for your convenient return of the stamped copy of same.

If you have any questions, please feel free to contact my office.

Very truly yours,

  
Tula Michele Haff  
Attorney at Law

TMH/djb  
Enclosures

xc: Polk Welding and Industrial Supply, Inc.

200001904512  
-07/25/96--01075--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

th  
7-20-96

ARTICLES OF INCORPORATION  
OF  
POLK WELDING AND INDUSTRIAL SUPPLY, INC.

FILED  
96 JUL 25 PM 3:39  
SECRET  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

This name of this Corporation is Polk Welding and Industrial Supply, Inc.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities of business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT

The initial registered office of this corporation shall be 704 Ingram, Lakeland, Florida 33801, and the initial registered agent of this corporation at such office shall be RANDALL J. GAMBILL, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be 704 Ingram, Lakeland, Florida 33801.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) and up to ten (10) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than (10).

The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
RANDALL J. GAMBILL	704 Ingram Lakeland, Florida 33801
MICHAEL S. SCHAIPLY	704 Ingram Lakeland, Florida 33801

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
RANDALL J. GAMBILL	704 Ingram Lakeland, Florida 33801

*Randall J. Gambill*  
RANDALL J. GAMBILL, Incorporator

STATE OF FLORIDA )

COUNTY OF POLK )

:ss:

The foregoing Articles of Incorporation of Polk Welding and Industrial Supply, Inc., were acknowledged before me this 22<sup>nd</sup> day of July, 1996, by RANDALL J. GAMBILL, as Incorporator, and who produced PERSONALLY KNOWN as identification.

*Rebecca S. Ringler*  
Notary Public

*Rebecca S. Ringler*  
Printed Name of Notary  
My Commission Expires:



Rebecca S. Ringler  
MY COMMISSION # CC002419 EXPIRES  
November 19, 1999  
BONDED THROUGH FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for POLK WELDING AND INDUSTRIAL SUPPLY, INC., at the place designated in the Articles of Incorporation, RANDALL J. GAMBILL agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

DATED this 23rd day of July, 1996.

  
RANDALL J. GAMBILL

96 JUL 25 PM 3:33  
FILED  
TALLAHASSEE, FLORIDA

P96000062822

TULA MICHELE HAFF  
C. ROBERT PICKETT  
BILLY R. READY  
GLINN WADDELL

WADDELL AND READY, P.A.  
ATTORNEYS AT LAW  
209 PALMETTO STREET  
Post Office Box 1363  
AUBURNDALE, FLORIDA 33823

TELEPHONE  
941/963-2516  
FAX NO.  
941/963-2421

Reply To:

October 15, 1996

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

600001978336--8  
-10/17/96--01025--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

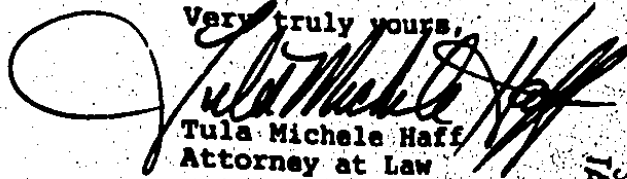
RE: Articles of Amendment and  
Resolution changing Corporation Address  
of POLK WELDING AND INDUSTRIAL SUPPLY, INC.  
Our File No.: 9506

Dear Secretary of State:

Attached you will find an original and one (1) copy of the Articles of Amendment and Resolution Changing Corporation Address to be filed with your office. Also enclosed you will find our firm check in the amount of \$35.00 to cover the filing fee for these documents. Please file the above documents and return one stamped copy of the same to my office upon completion. I have also enclosed a postage pre-paid/self-addressed envelope for your convenient return of the stamped copy of same.

If you have any questions, please feel free to contact my office.

Very truly yours,

  
Tula Michele Haff  
Attorney at Law

TMH/djb  
Enclosures

cc: POLK WELDING AND INDUSTRIAL SUPPLY, INC. SH 10/18

FILED  
96 OCT 17 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE - FLORIDA

ARTICLES OF AMENDMENT

The following provisions of the Articles of Incorporation of  
POLK WELDING AND INDUSTRIAL SUPPLY, INC., a Florida corporation,  
filed in Tallahassee, on July 25, 1996, be and they hereby are  
amended in the following particulars:

Article VI be and it hereby is amended to read as follows:

"The principal place of business shall be 704 N. Ingraham  
Avenue, Lakeland, Florida 33801."

IN WITNESS WHEREOF, the undersigned Secretary of this  
corporation has executed these Articles of Amendment this 11  
day September, 1996.

POLK WELDING AND INDUSTRIAL SUPPLY, INC.

STATE OF FLORIDA  
COUNTY OF POLK

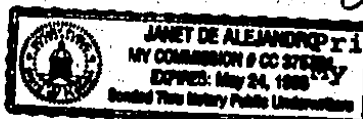
By: Michael S. Schaibly Secretary  
MICHAEL S. SCHAIBLY, Secretary

BEFORE ME, the undersigned authority, personally appeared  
MICHAEL S. SCHAIBLY, who is personally known to me or who produced  
DA Lic. # 5140557582260 as identification  
and known to me to be the persons who executed the foregoing  
Articles of Amendment and they acknowledged before me that they  
executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
day of September, 1996.

11th day of October 1996

Janet De Alejandro  
NOTARY PUBLIC



Printed Name of Notary  
Commission Expires

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 OCT 17 PM 2:48

FILED

RESOLUTION CHANGING CORPORATION ADDRESS

OF

POLK WELDING AND INDUSTRIAL SUPPLY, INC.

RESOLVED AS FOLLOWS:

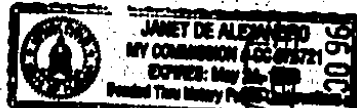
1. That the address of the corporation be changed to that of 704 N. Ingraham Avenue, Lakeland, Florida 33801.
2. That the Secretary is hereby authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.
3. That the Secretary is hereby authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.
4. The foregoing amendments were adopted by all of the Stockholders and Directors of the corporation on the 6th day of September, 1996. The number of votes cast for the Amendment by the Shareholders was sufficient for approval.

DATED: 10/11/96

*Randall J. Gambill*  
RANDALL J. GAMBILL, Director

*Michael S. Schaible*  
MICHAEL S. SCHAIBLE, Director

*James D. Henderson*



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 OCT 17 PM 2:48

FILED