

P96000006056

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

RE: Simonson Tool Repair, Inc.

200001907692  
-07/30/96--01042--016  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Ms. Morthem:

Enclosed are the original and one copy of the Articles of Incorporation for filing on behalf of the subject corporation, and my check in the amount of \$122.50 for filing fees and certification charges.

Please file the Articles and return the certified copy and the incorporation certificate to me at:

2106 Lions Club Road  
Clearwater, FL 34624

Thank you very much.

Sincerely,



Terrence M. Simonson

Enclosures

W-15935  
KR 7.29

FILED  
96 AUG -8 1:19:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-8-96  
KR



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 30, 1996

TERRENCE M. SIMONSON  
2106 LIONS CLUB ROAD  
CLEARWATER, FL 34624

SUBJECT: SIMONSON TOOL REPAIR, INC.  
Ref. Number: W96000015935

We have received your document for SIMONSON TOOL REPAIR, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Kimberly Rolfe  
Document Specialist

Letter Number: 396A00036581

**ARTICLES OF INCORPORATION  
OF  
SIMONSON TOOL REPAIR, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this corporation shall be SIMONSON TOOL REPAIR, INC.

**ARTICLE II**

**Business and Purpose**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

- (a) to engage in the business of tool repair;
- (b) to acquire assets necessary for the rendering of the above professional services;
- (c) to have and exercise all powers conferred by the laws of the State of Florida upon professional service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

**ARTICLE III**

**Capital Stock**

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the shareholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible) or in labor or services actually performed for this corporation, at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

**ARTICLE IV**

**Existence of Corporation**

This corporation shall have perpetual existence.

## ARTICLE V

### Registered Office and Registered Agent AND CORPORATE OFFICE

The initial registered office of this corporation shall be located at 2106 Lions Club Road, Clearwater, Florida 34624 and the initial registered agent shall be Carol J. Simonson. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

## ARTICLE VI

### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the shareholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the shareholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be shareholders. The shareholders of this corporation may remove any director from office at any time with or without cause.

## ARTICLE VII

### Initial Board of Directors

The initial Board of Directors shall consist of two members. The names, addresses and telephone numbers of the initial directors are:

Terrence M. Simonson  
2106 Lions Club Road  
Clearwater, FL 34624  
(813) 539-6694

Carol J. Simonson  
2106 Lions Club Road  
Clearwater, FL 34624  
(813) 539-6694

## ARTICLE VIII

### Incorporators

The names, addresses, and telephone numbers of the incorporators making these Articles of Incorporation are:

Terrence M. Simonson  
2106 Lions Club Road  
Clearwater, FL 34624  
(813) 539-6694

Carol J. Simonson  
2106 Lions Club Road  
Clearwater, FL 34624  
(813) 539-6694

## ARTICLE IX

### Bylaws

The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the shareholders entitled to vote, or a new bylaw in lieu of another bylaw may be adopted by vote of the shareholders. No bylaw which has been altered, amended or adopted by such a vote of the shareholders may be altered, amended or repealed by the vote of the directors until two years shall have expired since such action by vote of such shareholders.

The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.


## ARTICLE X

### Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles for the uses and purposes therein stated.

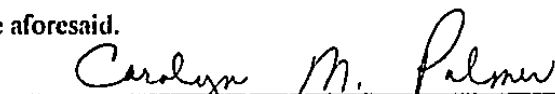
  
Terrence M. Simonson

  
Carol J. Simonson

STATE OF FLORIDA     )  
                                  )  
COUNTY OF PINELLAS    )

Before me, the undersigned authority, on this 26<sup>th</sup> day of July, 1996, personally appeared Terrence M. Simonson and Carol J. Simonson, to me well known to be the persons described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that they executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

  
Notary Public  
My Commission Expires:



TERRENCE M. SIMONSON  
2106 LIONS CLUB ROAD  
CLEARWATER, FLORIDA 34624

AUGUST 5, 1996

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

SUBJECT: SIMONSON TOOL REPAIR, INC.  
REF. NUMBER: W96000015935

THE PRINCIPAL ADDRESS IS THE SAME AS ON THE DOCUMENT.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED  
AGENT FOR SAID CORPORATION.

SINCERELY,

  
TERRENCE M. SIMONSON

FILED  
96 AUG -8 AM 9:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA