1201 PAYS STREET

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ACCOUNT NO. : 07210000032

REFERENCE : 063833 81081A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: August 23, 1996

ORDER TIME : 11:46 AM

ORDER NO. : 063833

CUSTOMER NO: 81081A

SECURICIES ASSESSED

CUSTOMER: Ms. Georgiana Dambra

ALEXANDER DAMBRA & DUHL, PA

5737 Okeechobee, Suite 201 West Palm Beach, FL 33417

## DOMESTIC FILING

NAME:

ELECTRODE MACHINING SERVICES.

INC.

## EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

## ARTICLES OF INCORPORATION

OF



# BLECTRODE MACHINING SERVICES, INC.

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

## ARTICLE I

## Name of Corporation

The name of this Corporation shall be ELECTRODE MACHINING SERVICES, INC., with its principal office address: 1071 N.E. 4th Avenue, Boca Raton, Florida 33432.

## ARTICLE II

## Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business; except that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telephone, telegraph or cemetery building, a building and loan association, fraternal benefit society or state fair exposition.
  - (c) To do any and everything pertinent to the above.

#### ARTICLE III

## Capital Stock

This Corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

## ARTICLE IV

## Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE V

## Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

## ARTICLE VI

# Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 5737 Okeechobee Blvd., West Palm Beach, Florida 33417, and the name of the initial registered agent of this Corporation at that address is: Georgiana F. Dambra.

## ARTICLE VII

## Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-laws but shall never be less than one. The name and address of the initial Director of this Corporation is as follows:

Charles Hahs

1071 N.E. 4th Avenue Boca Raton, FL 33432

#### ARTICLE VIII

#### By-laws

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

## ARTICLE IX

## Indemnification

This Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

## ARTICLE X

## Incorporator

The name and address of the person signing these Articles is as follows: Charles Hahs, 1071 N.E. 4th Avenue, Boca Raton, Florida 33432.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this  $\frac{1}{100}$  day of  $\frac{Aubuit}{100}$ , 1996.

CHARLES HAHS

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this

day of Livering

, 1996, by CHARLES HAHS

Notary Public, State of Florida My Commission Expires:

DECRETARY OF CHARACTER STATES OF CHARACTER STATES September 2, 1999

Rounded This Newsy Public Understates

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST: THAT ELECTRODE MACHINING SERVICES, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1071 N.E. 4th AVENUE, BOCA RATON, FL, CITY OF BOCA RATON, STATE OF FLORIDA, HAS NAMED GEORGIANA F. DAMBRA, LOCATED AT 5737 OKEECHOBEE BLVD., SUITE 201, CITY OF WEST PALM BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

CHARLES HAHS

August 14th

(Date)

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES.

GEORGIANA R. DAMBRA

(Date)

hahs.aoc

ELMISTER OF CHECKYLORIS