

P96000076223

NORM LA COE ATTORNEY

4232-B N.W. 8th Street
Gainesville FL 32609
352 376-9974 Fax 375-0040
Wills and Trusts Trial Practice

Sept. 3, 1996

Secretary of State
Corporations Division
Postal Box 6327
Tallahassee FL 32314

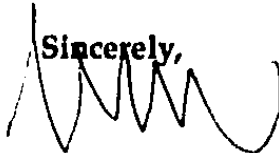
FILED
SECRETARY OF STATE
CORPORATIONS
DIVISION
SEP 12 PM 5:23

Re: B. & N. Grinding Corporation

Dear Sirs:

Enclosed are the original Articles of Incorporation for the B. & N. Grinding Corporation, the resident agent's form, and my trust account check in the sum of \$125.50 for recording and certified copy costs. Please file.

Sincerely,



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NLC/hh

c: Mr. and Mrs. William O. Braaksma

Enclosures

BROWN, SEP 13 1996

ARTICLES OF INCORPORATION
B. & N. GRINDING CORPORATION

FILED
SEP 12 1993
CLERK OF CIRCUIT COURT
IN AND FOR THE
STATE OF FLORIDA
95 SEP 12 11 5 23

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:

B. & N. GRINDING CORPORATION.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this corporation shall be:

6743 Bedford Oak Drive
Keystone Heights FL 32656

ARTICLE III
PURPOSE

The general purpose for which this corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and to do such other things as are incidental or necessary or desirable to such purpose.

ARTICLE IV CAPITAL STOCK

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be five thousand (5,000) shares of common stock with One Dollar (\$1.00) par value per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders 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 promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to 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.

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

ARTICLE V EXISTENCE OF CORPORATION

In accordance with Section 607.0203, Florida Statutes, the existence of this corporation shall commence on September 3, 1996, if these Articles are filed by the Department of State within five (5) business days after such date. If filed after such five (5) business days, the existence of this corporation shall commence upon the filing of these Articles by the Department of State. In either event, the existence of this corporation thereafter shall be perpetual.

ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 4232-B N.W. 6TH STREET, GAINESVILLE, FLORIDA 32609 and the initial registered agent of this corporation at such office shall be NORM LA COE, ESQUIRE. This corporation shall have the

right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VII BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of not less than one (1), the exact number of directors to be fixed from time to time by the stockholders or the by-laws. 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 stockholders. 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 by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of two (2) members, such member to hold office until his successors have been duly elected and qualified. The names and street addresses of the initial directors are:

Name	Address
William O. Braaksma	6743 Bedford Oak Drive Keystone Heights FL 32656
Nancy E. Braaksma	6743 Bedford Oak Drive Keystone Heights FL 32656

ARTICLE IX INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation is:

Name	Address
Norm La Coe	4232-B N.W. 6th Street Gainesville, Florida 32609

ARTICLE X BY-LAWS

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.


(b) The by-laws 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 XI 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 Incorporator has executed these Articles for the uses and purposes therein stated.



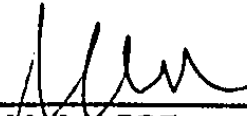
NORM LA COE

B. & N. GRINDING CORPORATION

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, NORM LA COE, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 3rd day of September, 1996.



NORM LA COE
4232-B Northwest 6th St.
Gainesville FL 32609
Ph. 352 376 9974

FILED
RECEIVED
SEP 12 1996
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
IN FLORIDA
GAINESVILLE, FLORIDA