

LAW OFFICES
JOHN L. MANN
105 SOUTH FLORIDA AVENUE
THIRD FLOOR, C.V. McCLEURG BUILDING
LAKELAND, FLORIDA 33801

TELEPHONE
(941) 683-1158
FAX
(941) 683-561

MAILING ADDRESS:
Post Office Box 2435
LAKELAND, FLORIDA 33806-2435

PP600077692

Secretary of State
Division of Corporations
409 E. Gaines St.
Lakeland, Florida 32399

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-09/17/96--01150--020
****122.50 ****122.50

Re: Hydra-Torc Industries, Inc.

Ladies and Gentlemen:

Enclosed please find our check no. 6849 in the amount of \$ 122.50 made payable to your order for filing the enclosed Articles of Incorporation for Hydra-Torc Industries, Inc.

Also enclosed is a copy of the Articles of Incorporation, to be certified and returned to our office in the stamped self-addressed envelope provided.

If you have any questions, please call me. Thank you for your assistance in this matter.

Very truly,

Jackie Hutchison
Jackie Hutchison
Legal Assistant

enclosures (3)

9/18

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ARTICLES OF INCORPORATION
OF
HYDRA-TORC INDUSTRIES, INC.

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I
Name and Address

The name of the Corporation shall be **HYDRA-TORC INDUSTRIES, INC.** and its mailing address is 101 East Stuart Avenue, Lake Wales, Florida 33853.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III
Term of Existence

The Corporation shall have perpetual existence.

ARTICLE IV
Capital Stock

The authorized capital stock of the Corporation shall be \$1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one Director, whose name and address is:

JOHN P. FAZZINI
101 East Stuart Avenue
Lake Wales, Florida 33853

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation pursuant to §§007.0205 and 007.0206 *Florida Statutes* following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII
Amendments

These Articles of Incorporation may be amended as set forth in the *Florida Statutes*, as amended from time to time.

ARTICLE VIII
Registered Office and Agent

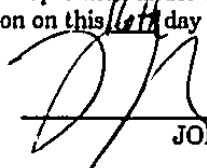
Section 1. The street address of the initial registered office of the Corporation shall be 105 South Florida Avenue, Lakeland, Florida 33801.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be **JOHN L. MANN**.

ARTICLE IX
Incorporator

The Incorporator is **JOHN L. MANN** whose address is 105 South Florida Avenue, Lakeland, Florida 33801.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 16th day of September, 1996.



JOHN L. MANN

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 16th day of September, 1988,
by JOHN L. MANN, who is personally known to me and who did (did not) take an oath.

My Commission Expires:

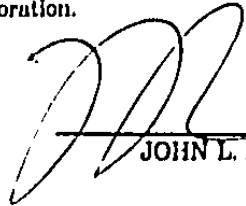


JACQUELINE M. HUTCHISON
MY COMMISSION # 00355340 EXPIRES
March 20, 1998
BOULEVARD TRAIL TROY PARK, BOULDER, CO

Jacqueline M. Hutchison
Notary Public
Jacqueline M. Hutchison
(SEAL)

ACCEPTANCE

I hereby accept to act as initial Registered Agent for **HYDRA-TORC INDUSTRIES, INC.**, as stated in these Articles of Incorporation.



JOHN L. MANN

FILED
95 SEP 17 PM 2:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA