

P9600009481

((H96000016290 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA,  
CONTACT: CARLOS F ARAZOZA  
PHONE: (305)444-6226

ACCT#: 076624003440

FAX #: (305)442-4829

NAME: WELDING SERVICES, INC.

AUDIT NUMBER.....H96000016290

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

ALT-F10 HELP \* ANSI-BBS \* FDX \* 2400 E71 \* LOG CLOSED \* PRT OFF \* CR \* CR

FILED  
96 NOV 19 11:51  
FALLA, ALABAMA

9910-52590  
11/19/96

H96000016290

FILED  
NOV 19 2 11 PM '96  
STATE OF FLORIDA  
TALLAHASSEE

CERTIFICATE OF INCORPORATION

OF

WELDING SERVICES, INC.

The undersigned subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is Welding Services, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.

Prepared by: Adelaida Fernandez-Fraga, Esq.  
101 Madeira Ave.  
Coral Gables, FL 33134  
(305) 444-6226  
Florida Bar No. 435058

H96000016290

H96000016290

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS

The initial mailing address of the principal office of this corporation in the State of Florida is C/O 101 Madeira Avenue, Coral Gables, Fl 33134. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII

INCORPORATOR

The name and mailing address of the incorporator of these articles of incorporation is Arazoza, Comas, de Torres, Fernandez-Fraga, P.A., 101 Madeira Avenue, Coral Gables, Fl. 33134.

ARTICLE IX

AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

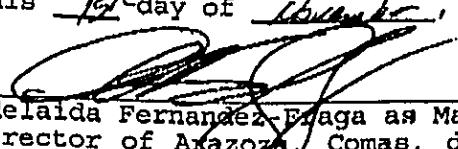
H96000016290

H96000016290

ARTICLE XREGISTERED OFFICE AND REGISTERED AGENT

Welding Services, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Dade, State of Florida, hereby designates Arazoza, Comas, de Torres, Fernandez-Fraga, P.A. as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 101 Madeira Avenue, Coral Gables, Florida.

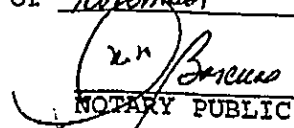
WITNESS the hand and seal of the incorporator in Dade County, State of Florida, this 15<sup>th</sup> day of November, 1996.

  
Adelaida Fernandez-Fraga as Managing  
Director of Arazoza, Comas, de Torres,  
Fernandez-Fraga, P.A.

STATE OF FLORIDA    )  
                          )    SS:  
COUNTY OF DADE    )

PERSONALLY appeared before me, Adelaida Fernandez-Fraga as Managing Director of Arazoza, Comas, de Torres, Fernandez-Fraga, P.A., to me well known to be the incorporator to the foregoing Articles of Welding Services, Inc. who being by me first duly sworn, acknowledges that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Coral Gables, Dade County, Florida this 15<sup>th</sup> day of November, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My commission expires:

 ANA M. BASCUAS  
COMMISSION # CC 535471  
EXPIRES FEB 28, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

H96000016290

H96000016290

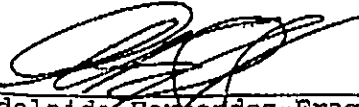
CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.


1. The name of the corporation is Welding Services, Inc.
2. The name and address of the registered agent and office is:

Arazoza, Comas, de Torres, Fernandez-Fraga, P.A.  
101 Madeira Avenue  
Coral Gables, Florida 33134

  
Adelaida Fernandez-Fraga,  
Managing Director

Date: 11/15/96

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Adelaida Fernandez-Fraga  
Managing Director of  
Arazoza, Comas, de Torres,  
Fernandez-Fraga, P.A.

Date: 11/15/96

H96000016290

P96000094487

11/22/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

9:53 AM

((H96000016530 3)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA,  
CONTACT: CARLOS F ARAZOZA  
PHONE: (305)444-6226

ACCT#: 076624003440

FAX #: (305)442-4829

NAME: WELDING SERVICES, INC.

AUDIT NUMBER.....H9600 016530

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 1

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

ALT-F10 HELP \* ANSI-BBS \* FDX \* 2400 E71 \* LOG CLOSED \* PRT OFF \* CR \* CR

NOV 22 AM 10:51

*Chapman*  
*Grinde*

~~496-24600~~

FILED  
96 NOV 25 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

November 22, 1996

WELDING SPECIALTY, INC.  
1920 CALUMET  
CLEARWATER, FL 34625

SUBJECT: WELDING SPECIALTY, INC.  
REF: G21115

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

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) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: E96000016530  
Letter Number: 696A00053215

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 25, 1996

WELDING SPECIALTY, INC.  
1920 CALUMET  
CLEARWATER, FL 34625

SUBJECT: WELDING SPECIALTY, INC.  
REF: 021115

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original document, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The FAX audit number must be on the top and bottom of each page of the document.

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) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H96000016530  
Letter Number: 996A00053341

RECEIVED  
NOV 25 1996  
FAX UNIT

Division of Corporations, P.O. BOX 6327 - Tallahassee, Florida 32314



H96000016530

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTED THE FOLLOWING ARTICLES TO AMEND TO ITS ARTICLES OF INCORPORATION.

THE NAME OF THE CORPORATION IS: WELDING SERVICES, INC.

AMENDMENT ARTICLE I

THE NAME OF THE CORPORATION IS CHANGED TO: WELDING SPECIALISTS, INC.

THIS ARTICLES OF AMENDMENT WAS ADOPTED ON THE 20th DAY OF November 1996. THE CORPORATION HAS ONLY ONE GROUP OF VOTING STOCK. THIS AMENDMENT WAS UNANIMOUSLY ADOPTED. THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR AMENDMENT WAS SUFFICIENT FOR APPROVAL.

CORPORATION NAME  
BY Eduardo Queco  
PRINT NAME

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 NOV 25 PM 1:19

FILED

Prepared by: Adelaida Fernandez-Fraga, Esq.  
101 Madeira Ave.  
Coral Gables, FL 33134  
(305) 444-6226  
Florida Bar No. 435058

H96000016530