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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

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ACCOUNT NO. : 072100000032

REFERENCE : 167165 80640A

AUTHORIZATION :

Patricia Pygott

COST LIMIT : \$ 122.50

ORDER DATE : November 25, 1996

ORDER TIME : 2:38 PM

ORDER NO. : 167165-005

CUSTOMER NO: 80640A

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CUSTOMER: Mark N. Miller, Esq
LANE TROHN CLARKE BERTRAND
VREELAND & JACOBSEN, P.A.
One Lake Morton Drive

Lakeland, FL 33801

DOMESTIC FILING

NAME: CON-SERV MANUFACTURING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

Dmc 11/26/96

FILED
96 NOV 25 AM 11:35
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CON-SERV MANUFACTURING, INC.

FILED
96 NOV 25 AM 11:35
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is **CON-SERV MANUFACTURING, INC.**

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are:

(1) To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.

(2) To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(3) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

(1) The total number of shares of capital stock authorized to be issued by the corporation shall be Two Thousand (2000) shares having a par value of \$1.00 per

share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(2) 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 - INITIAL REGISTERED OFFICE AND AGENT

The initial street and mailing address of the principal office of this corporation in the State of Florida will be One Lake Morton Drive, Post Office Box 3, Lakeland, FL 33802-0003. The Board of Directors may from time to time move the principal office to any other address in Florida. The name of the initial registered agent of this corporation is Mark N. Miller, located at One Lake Morton Drive, Post Office Box 3, Lakeland, FL 33802-0003.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of each person who is to serve as a member of the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
MARK N. MILLER	One Lake Morton Drive Post Office Box 3 Lakeland, FL 33802-0003

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Name

Address

MARK N. MILLER

One Lake Morton Drive
Post Office Box 3
Lakeland, FL 33802-0003

ARTICLE VIII - PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation including but not limited to cash, other property, services, the acquisition of other corporation's shares or property through merger or the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of November, 1996.

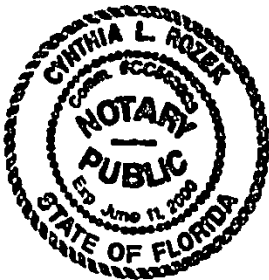


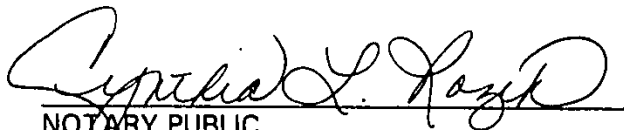
MARK N. MILLER

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me this 22nd day of
November, 1996. by **MARK N. MILLER**, who is personally known to me and who
did not take an oath.




NOTARY PUBLIC
State of Florida

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE;
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED

96 NOV 25 AM 11:35

TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
in

compliance with said Act:

That **CON-SERV MANUFACTURING, 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 City of Lakeland, County of Polk, State of Florida, has named
MARK N. MILLER, One Lake Morton Drive, Post Office Box 3, Lakeland, State of
Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated
corporation, at the place designated in this certificate, I hereby accept said
designation, and agree to comply with the provision of said Act relative to said
capacity.

By:



MARK N. MILLER
Registered Agent