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Secretary of State  
Division of Corporations  
Department of State  
19 E. Taylor Street  
Tallahassee, FL 32399

RE: Articles of Incorporation of THE LINDSAY-TYLER GROUP, INC.

Dear Sir or Madam:

Enclosed please find an original plus (1) copy of Articles of Incorporation for the captioned corporation, along with our check in the amount of \$122.50 representing the appropriate filing fee.

Please file the above Articles of Incorporation and forward a copy back to this office at your earliest convenience.

Should you have any questions, please call this office.

Very truly yours,

JEFFREY R. EISENSMITH

JRE:lm  
Encl.

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**ARTICLES OF INCORPORATION OF**  
**THE LINDSAY-TYLER GROUP, INC.**

**ARTICLE I**  
**CORPORATE NAME**

The name of the corporation is THE LINDSAY-TYLER GROUP, INC.

**ARTICLE II**  
**DURATION**

This corporation shall be perpetual existence commencing on the date of the filing of the Articles of Incorporation by the Department of State.

**ARTICLE III**  
**PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "common shares".

**ARTICLE V**  
**SHAREHOLDER'S 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 issuance of fractional shares) at the price at which it is offer to others.

**ARTICLE VI**  
**INITIAL REGISTERED AGENT**  
**INITIAL REGISTERED OFFICE**

This corporation's initial registered agent and registered office in the State of Florida is Brian Marshall, 1222 S. Dale Mabry, Suite 343, Tampa, FL 33629.

**ARTICLE VII**  
**CORPORATE ADDRESS**

This corporation's initial address is 1222 S. Dale Mabry, Suite 343, Tampa, FL 33629.

**ARTICLE VIII**  
**DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is Brian Marshall, 1222 S. Dale Mabry, Suite 343, Tampa, FL 33629.

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TALLAHASSEE, FLORIDA

**ARTICLE IX  
INCORPORATOR**

The name and address of the person signing these Articles is Brian Marshall, 1222 S. Dale Mabry, Suite 343, Tampa, FL 33629.

**ARTICLE X  
AMENDMENT**

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

**ARTICLE XI  
AMENDMENTS TO BY-LAWS**

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

**ARTICLE XII  
CORPORATE POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XIII  
INDEMNIFICATION**

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

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

  
BRIAN MARSHALL  
Incorporator and Registered Agent

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

SS

COUNTY OF )

BEFORE ME, the undersigned authority personally appeared BRIAN MARSHALL, who is personally known to me or who produced \_\_\_\_\_ as identification, and who did/did not take an oath, and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 18th day of NOV, 1996.

  
Notary Public

My Commission Expires:

