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MILES AND CUMBIE, P.A.

ATTORNEYS AT LAW
4305 NEPTUNE ROAD
ST. CLOUD, FLORIDA 34769

R. STEPHEN MILES, JR.
FRUD H. CUMBIE, II

TELEPHONE (407) 892-7171
FAX (407) 937-5330

December 5, 1996

Corporate Records Bureau
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/09/96--01070--015
****122.50 ****122.50

RE: Articles of Incorporation for Kenco Tooling, Incorporated

Gentlemen:

Enclosed herewith please find Articles of Incorporation for the following:

Kenco Tooling, Incorporated

Also enclosed is a check in the amount of \$122.50 to cover the cost of fees and a certified copy of the Articles of Incorporation.

Respectfully,


R. Stephen Miles, Jr.

RSM/dad

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RSM/let/kenco.let

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ARTICLES OF INCORPORATION
OF
KENCO TOOLING, INCORPORATED

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DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is KENCO TOOLING, INCORPORATED.

ARTICLE II - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and 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 time is 500 shares of common stock, each share having the par value of \$1.00.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - DURATION

This corporation shall have perpetual existence.

ARTICLE V - DIRECTORS

The number of directors of this corporation shall be as provided in the By Laws of the corporation, but shall not be less than one (1).

ARTICLE VI - REGISTERED OFFICE

The initial registered office of the corporation shall be at Miles and Cumbie, P.A., 4305 Neptune Road, St. Cloud, FL 34769. The Board of Directors may from time to time designate such other post office address and place for the registered office of this corporation as it may see fit. The Registered Agent of the corporation shall be R. Stephen Miles, Jr., at said address.

ARTICLE VII - DIRECTORS

The name and street address of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and the laws of Florida, shall hold office for the first year of the corporation's existence, or until his successor is elected and qualified, is as follows:

NAME
R. S. Walters

ADDRESS
74 Wrottesley Rd. Tettenhail
Wolverhampton England Wv68sf

ARTICLE VIII - INCORPORATORS

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

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NAME

R. S. Walters

ADDRESS

74 Wrottesley Rd. Tettenhall
Wolverhampton England Wv68sf

ARTICLE IX - AMENDMENT

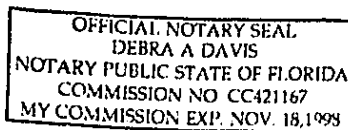
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all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

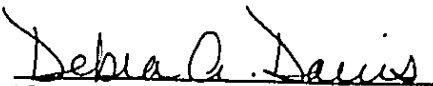
IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinbefore named, has hereunto set his hand and seal this 5th day of December, 1996, for the purpose of forming this corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, does make and file in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


R. S. Walters

STATE OF FLORIDA
COUNTY OF OSCEOLA

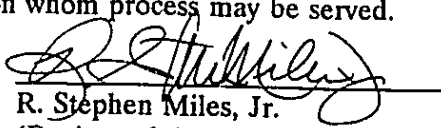
Before me personally appeared R. S. Walters, to me known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed, on this 5th day of December, 1996.




Notary Public DEBRA A. DAVIS
My Commission Expires: 11/18/98

ACCEPTANCE OF REGISTERED AGENT

I, R. Stephen Miles, Jr., having been named to accept service of process for Kenco Tooling, Incorporated, desiring to organize under the laws of the State of Florida, with its principal office at 4305 Neptune Road, St. Cloud, FL 34769, hereby accepts to act as Registered Agent for said corporation, and agrees to comply with the provisions of the Florida Statutes, to keeping open said office, and upon whom process may be served.


R. Stephen Miles, Jr.
(Registered Agent)