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DOUGLAS N. MENCHISE, Esquire

ATTORNEY AND COUNSELLOR AT LAW

FILED

96 DEC 16 PM 1:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300 TURNER STREET
CLEARWATER, FLORIDA 34610

TELE: (813) 442-2186
FAX: (813) 461-2096

December 12, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-12/17/96--01142--007
*****70.00 *****70.00

Re: Articles of Incorporation
Machinery Solutions, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation of Machinery Solutions, Inc. along with a check in the amount of \$70.00 payable to the Secretary of State representing the filing fee.

Very truly yours,


Douglas N. Menchise

DNM:sls
Enc.

12-18-96

ARTICLES OF INCORPORATION
OF
MACHINERY SOLUTIONS, INC.

FILED
96 DEC 16 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Principal Office Address

The Name of this corporation is MACHINERY SOLUTIONS, INC. and the principal office address is 11900 31st Court North, St. Petersburg, FL 33716.

ARTICLE II

Duration

The term for which said corporation shall exist shall be perpetual, unless sooner dissolved by law.

ARTICLE III

Purpose

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, in accordance with and as permitted by Chapter 607, Florida Statutes.

ARTICLE IV

Capitol Stock

This corporation is authorized to issue 100 shares of One and No/100 Dollars (\$1.00) par value common stock.

Preemptive 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 at the price at which it is offered to others.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 11900 31st Court North, St. Petersburg, FL 33716 and the name of the initial Registered Agent at that address is Sharon Arrighi.

ARTICLE VI

Initial Board of Directors

This corporation shall have one Directors(s) initially. The number of Directors may either be increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial Director(s) of this corporation are:

Sharon Arrighi
11900 31st Court North
St. Petersburg, FL 33716

ARTICLE VII

Incorporator

The name and address of the person signing these Articles is:

Sharon Arrighi
11900 31st Court North
St. Petersburg, FL 33716


ARTICLE VIII

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.


IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 10 day of December, 1996.


Sharon Arrighi
Subscriber

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Sharon Arrighi, known by me to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the County and State aforesaid, this 10th day of December, 1996.


NOTARY PUBLIC
MY COMMISSION EXPIRES:



OFFICIAL SEAL
SANDRA L. SERVIDIO
My Commission Expires
April 15, 1997
Comm. No. CC 276977.

These Articles of Incorporation
prepared by:
DOUGLAS N. MENCHISE
300 Turner Street
Clearwater, FL 34616

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

96 DEC 16 PM 1:04
FILED
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

In compliance with Section 607.034, Florida Statutes, the following is submitted:

That Machinery Solutions, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 11900 31st Court North, St. Petersburg, FL 33716 has named Sharon Arrighi located at 11900 31st Court North, St. Petersburg, State of Florida, as its Agent to accept Service of Process within the State of Florida.


Sharon ARRIGHI

Director/President

TITLE

December 10 , 1996

DATE

Having been named to accept Service of Process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Sharon Arrighi, Registered Agent

December 10 , 1996

DATE

LAW OFFICE OF

Douglas N. Menchise Esquire

TORONTO AND COUNSEL IN AT

P96000101960

300 TURNER STREET
CLEARWATER, FLORIDA 34616

TELE (813) 442-2186
FAX (813) 461-2096

February 3, 1997

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Machinery Solutions, Inc.
Articles of Incorporation filed on 12/16/96
Document No. P96000101960

Dear Sir or Madam:

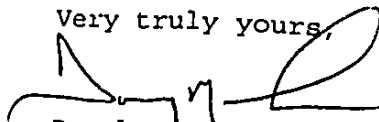
This letter is to correct the principal office address of the
above-entitled corporation to the following:

11910 31st Court North, St. Petersburg, FL 33716

The correct address for the Registered Agent for Service is the
same as the principal office address and must also be corrected and
will be changed on the Annual Report when filed.

Thank you for your assistance in this matter.

Very truly yours,


Douglas N. Menchise

DNM:sls
cc: Sharon Arrighi

KS 2/7