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January 8, 1997

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

RE: AcuFlow, Inc.

800002055748--6

-01/13/97--01062--007

\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover all filing fees and costs. Please return the certified copy of the Articles of Incorporation in the envelope provided for same.

If you have any questions, please do not hesitate to contact me.

Sincerely,



M.K. Poe

MKP/mdw

Enclosures

cc: Client

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION

OF

AcuFlow Inc.

ARTICLE I: NAME

The name of this corporation shall be AcuFlow, Inc.

ARTICLE II: DURATION

This corporation shall have perpetual existence.

ARTICLE III: PURPOSE

The nature of the business or purposes to be conducted or promoted are: sales, service, leasing, rental, construction and installation of weighing devices, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock with the par value being \$1.00 per share.

ARTICLE V: VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI: 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 prorata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this

shall be 1171 C Carlton Arms Circle, Bradenton, Florida, 34206.

**ARTICLE IX: 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-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

**NAME:**

Robert Hardee  
President

**ADDRESS:**

1171 C Carlton Arms Circle  
Bradenton, Florida 34206

**ARTICLE X: INCORPORATORS**

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

**NAME:**

Robert Hardee  
President

**ADDRESS:**

1171 C Carlton Arms Circle  
Bradenton, Florida 34206

**ARTICLE XI: BY-LAWS**

The power to adapt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XII: APPROVAL OF SHAREHOLDERS**

The approval of shareholders of this corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XIII: DIRECTOR'S COMPENSATION**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**ARTICLE XIV: INDEMNIFICATION**

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

**ARTICLE XV: AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in this 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 the 6 day of January, 1997.

Robert Hardee  
ROBERT HARDEE

STATE OF FLORIDA

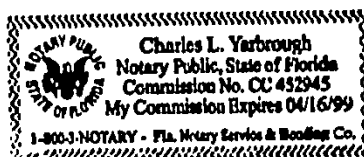
COUNTY OF Hillsborough

BEFORE ME, an officer duly authorized in the State and County named above to take acknowledgements and administer oaths, personally appeared, ROBERT HARDEE, known to me to be the person in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes expressed therein.

WITNESS my hand and official seal in the State and County named above the 6<sup>th</sup> day of January, 1997.

Charles L. Yarbrough  
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**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That AcuFlow, 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 Bradenton, County of Manatee State of Florida, has named ROBERT HARDEE, located at 1171 C Carlton Arms Circle, Bradenton, Florida, 34206, City of Bradenton, County of Manatee, State of Florida, as its agent to accept service of process within the state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

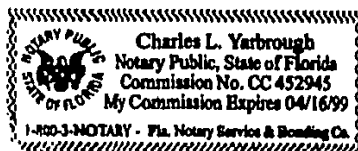
BY: Robert Hardee  
ROBERT HARDEE

COUNTY OF Hillsborough  
STATE OF FLORIDA

Sworn before me this 6<sup>th</sup> day of January, 1997, 1996:

Charles L. Yarbrough  
Notary Public, State of Florida

My Commission Expires:



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, 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 AcuFlow, Inc.
2. The name of the registered agent is ROBERT HARDEE.
3. The address of the registered agent/registered office is 1171 C Carlton Arms Circle, Bradenton, Florida 34206.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

By: Robert Hardee

ROBERT HARDEE

Date: 1/7/97

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