

P97000010926

FOWLER, BARICE & FEENEY

PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW

JAMES A. FOWLER
CAROLE JOY BARICE
THOMAS C. FEENEY, III
MARY L. SNEED

EMPIRE BUILDING
28 W. CENTRAL BLVD.
ORLANDO, FLORIDA
32801

TELEPHONE: (407) 425-2884
TELEFAX: (407) 425-2890

January 29, 1997

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

600002075266--7
-02/03/97--01008--012
***122.50 ***122.50

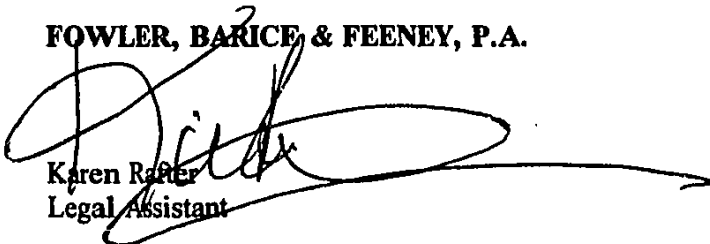
Re: FEDERAL LABORATORIES, INC.

Please find enclosed a check for \$ 122.50 to record Articles of Incorporation for HJB Services, Inc. to cover your fee in this matter as well as a certified copy of the Articles of Incorporation.

A self-addressed, stamped envelope is included for your convenience. If you have any questions, please do not hesitate to call.

Very truly yours,

FOWLER, BARICE & FEENEY, P.A.


Karen Rafter
Legal Assistant

FILED
97 JAN 31 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 2/4/97

ARTICLES OF INCORPORATION
OF
FEDERAL LABORATORIES, INC.

FILED
97 JAN 31 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be:

FEDERAL LABORATORIES, INC

The address of the principal office of this corporation shall be

15210 Vinola Place

Montverde, Florida 34756

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock at \$100.00 par

value. Each of the said shares of stock shall entitle the holder thereof to one vote at any meeting of the Stockholders. All or any part of the said capital stock may be paid for in cash, in property or in labor and 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 and shall be non-assessable.

ARTICLE IV. REGISTERED OFFICE
AND INITIAL REGISTERED AGENT

The street address of the registered office of the corporation shall be
28 W. Central Blvd., Orlando, FL 32801

and the name of the initial Registered Agent of the corporation at that address is:
THOMAS C. FEENEY, III

ARTICLE V. TERM OF EXISTENCE

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State, and is to exist perpetually.

ARTICLE VI. BOARD OF DIRECTORS

All corporate powers, business and affairs of the corporation shall be exercised and managed by or under the authority and direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall

have two (2) Directors, initially. The name and street address of the initial members of the Board of Directors are:

WILLIAM T. LINDEMANN
1150 Anderson Street, Clermont, Florida 34711

KENNETH R. MARTIN
P.O. Box 560127
Mountverde, FL 34756

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

WILLIAM T. LINDEMANN
Vice-President and Secretary
1150 Anderson Street, Clermont, Florida 34711

KENNETH R. MARTIN
President and Treasurer
15210 Vinola Place, Montverde, FL 34756

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is

WILLIAM T. LINDEMANN
1150 Anderson Street, Clermont, Florida 34711

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or appeal Bylaws shall be vested in the Board of Directors or shareholders.

ARTICLE X. INDEMNIFICATION

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

ARTICLE XI. PRE-EMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

ARTICLE XII. TRANSFER RESTRICTIONS

Before there can be a valid sale or transfer of any of the shares of the common stock of the corporation, the holder shall first offer the shares to the corporation and then to the other holders of shares of the common stock.

ARTICLE XIII. AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting , provided at least ten (10) days' written notice is given to each Director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of

Incorporation this 21ST day of January, 1997.

INCORPORATOR:

William T. Lindemann
WILLIAM T. LINDEMANN

**STATE OF FLORIDA
COUNTY OF ORANGE**

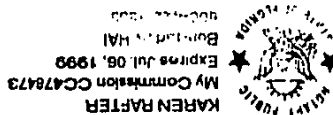
BEFORE ME personally appeared **WILLIAM T. LINDEMANN**, who first being duly sworn, deposes and says that he is the person described in and who executed the foregoing Articles of Incorporation and he acknowledged the same of his own free will and who is personally known to me or who produced _____ as identification and did take an oath. **WITNESS MY HAND** and official seal this 21ST day of January 1997.

NOTARY PUBLIC:

Karen Rafter
Name

[Signature]
Signature

My Commission Expires:
My Commission No. is:



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/agent in the State of Florida.

1. The name of the corporation is **FEDERAL LABORATORIES, INC.**
2. The name of the registered agent is **THOMAS C. FEENEY, III**
3. The address of the registered agent/office is **28 W. Central Blvd., Orlando, FL 32801.**

Acceptance

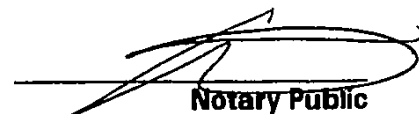
Having been named as registered agent and designated to accept service for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



BY: THOMAS C. FEENEY, III

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this 2nd day of January 1997 by THOMAS C. FEENEY, III, who is personally known to me or who has produced _____ as identification and who did take an oath.



Notary Public
Karen Ruffler
Printed Notary Signature
My Commission Expires:

