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February 14, 1997

Corporate Records Bureau  
Division of Corporations  
Secretary of State  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: Royal Precision Machine, Inc.

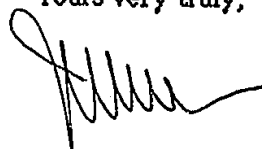
000002096120--7  
-02/25/97--01016--004  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above said corporation along with my trust check for \$ 122.50 to cover the costs of filing the same. Once the Articles have been filed, I would appreciate you returning a certified copy to me for my records.

Thank you for your cooperation in this regard.

Yours very truly,



J. MICHAEL MALONE

JMM/jrg  
enclosures

Dmc  
2/27/97

FILED  
97 FEB 24 AM 10:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

97 FEB 24 AM 10:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**ROYAL PRECISION MACHINE, INC.**

TO THE SECRETARY OF THE STATE OF FLORIDA;

We the undersigned of whom are over the age of eighteen years, desiring to become a body corporate under and pursuant to the laws of the State of Florida, for the purpose hereinafter stated and set forth, do hereby file in the office of the Secretary of State of said State this Certificate of Incorporation, in accordance with the laws of the State of Florida, and we do hereby set forth and certify as follows.

**ARTICLE I**

The name of the corporation shall be:

**ROYAL PRECISION MACHINE, INC.**

**ARTICLE II**

The objects and purposes for which this corporation is formed are as follows:

1. To engage in a business enterprise specializing in metal fabrication and a general machine shop.
2. To generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform.
3. To purchase, lease, exchange, or otherwise acquire real and personal property of all kinds, character and description, whether improved or unimproved and any interest therein; to own, hold, control, maintain, improve, rebuild, enlarge, alter, manage, operate and control office building or buildings for the use by the company on lands owned or held by the corporation; to lease or sublet, mortgage, exchange, assign, transfer, convey, pledge or otherwise alienate or dispose of any of such real and personal property and any interest therein.
4. To purchase, or otherwise acquire, hold, exchange, pledge, hypothecate, sell, deal in and dispose of mortgages, liens, or other encumbrances covering any kind, character or description of real or personal property; to loan money secured by mortgages on real estate.

5. To purchase or otherwise acquire, hold, sell, exchange, pledge

6. To make loans or money, secured or unsecured, by endorsement or other collateral as may be permitted by law governing the conduct of a corporation.

7. To borrow or raise monies for any of the purposes of the corporation and from time to time to make, accept, endorse, execute and issue promissory notes, drafts, evidences of indebtedness and agreements; to secure the payment thereof by mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the assets of the corporation, whether at the time owned or thereafter acquired; and to sell, pledge, or otherwise dispose of such securities or other obligations of the corporation for its corporate purposes.

8. To enter into and make all necessary contracts and agreements for its business with any person, partnership, association or corporation or of any domestic or foreign state, government or governmental authority or any political or administrative subdivision or department thereof and to perform and carry out, assign, cancel or rescind any such contracts.

### **ARTICLE III**

The Corporation shall have perpetual existence.

### **ARTICLE IV**

The principal office shall be located in the City of Orlando, Orange County, Florida at 523 West Colonial Drive, Orlando, Florida, 32804, but the corporation shall have the right to establish and maintain other offices and places of business elsewhere and may transact its corporate business, including the meetings of its Board of Directors and Stockholders, wherever desired.

### **ARTICLE V**

The total authorized capital stock of the corporation shall be One Thousand (1,000) shares of common stock with a par value of \$ 1.00 per share. When the common stock of the corporation is issued and paid for, the common stock so issued shall be stamped "FULLY PAID AND NON-ASSESSABLE."

### **ARTICLE VI**

The corporation shall commence business with not less than \$ 500.00 of its capital stock fully paid and issued.

### **ARTICLE VII**

## **ARTICLE VIII**

Stock rights and options. The Corporation shall have the power to create and issue rights, warrants, or options entitling the holders thereof to purchase from the corporation any shares of its capital stock, upon such terms and conditions and at such times and prices as the Board of Directors may provide, which terms and conditions shall be conclusive.

## **ARTICLE IX**

The business of the corporation shall be conducted by the Board of Directors which shall consist of not less than **1 nor more than 5** members, the number to be determined by the stockholders at each annual meeting of the stockholders.

The names and addresses of the Directors chosen for the first year and until their successors are elected and qualified are as follows:

Dennis R. Headberg  
170 H Business Park Way  
Royal Palm Beach, FL 33411

Glenn S. Burford  
170 H Business Park Way  
Royal Palm Beach, FL 33411

## **ARTICLE X**

The registered office of said corporation shall be located at **523 West Colonial Drive, Orlando, Florida, 32804**, and the registered agent at that office shall be **J. Michael Malone, Esquire**.

## **ARTICLE XI**

The names and addresses of the officers chosen for the first year and until their successors are elected and qualified are as follows:

| <b>NAME</b>        | <b>OFFICE</b>                | <b>ADDRESS</b>  |
|--------------------|------------------------------|---|
| Dennis R. Headberg | President/<br>Treasurer      | 170 H Business Park Way<br>Royal Palm Beach, FL 33411 |
| Glenn S. Burford   | Vice-President/<br>Secretary | 170 H Business Park Way<br>Royal Palm Beach, FL 33411 |

## ARTICLE XII

The name and post office address of each subscriber of the Articles of Incorporation and the number of shares therefore by each subscriber are as follows:

Dennis R. Headberg                      425  
170 H Business Park Way  
Royal Palm Beach, FL 33411

Glenn S. Burford                      75  
170 H Business Park Way  
Royal Palm Beach, FL 33411

IN WITNESS WHEREOF, we the undersigned have as of this 14th  
day of February, 1997, made and subscribed to these Articles of  
Incorporation for the purpose of forming a corporation pursuant to the laws  
of the State of Florida.

Dennis R. Headberg  
DENNIS R. HEADBERG

Glenn S. Burford  
GLENN S. BURFORD

STATE OF FLORIDA                      )  
COUNTY OF ORANGE                      )

BEFORE ME, the undersigned authority, personally appeared Dennis  
R. Headberg, presenting as identification, H316-176-43-487-0  
FL DRIVERS LICENSE and Glenn S. Burford, presenting as identification,  
B616-897-44-300-0 FL DRIVERS LICENSE, and after first being  
duly sworn well known to me to be the persons described in and who  
executed the above foregoing Articles of Incorporation, and they acknow-  
ledged the same freely and voluntarily for the purposes therein expressed  
and that all statements herein are true and correct.

WITNESS my hand and official seal in the County and State last  
aforesaid this 14th day of February, 1997.

Janet B. Garmont  
NOTARY PUBLIC  
My Commission Expires:

**FILED**

97 FEB 24 AM 10:13

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE 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:

That **ROYAL PRECISION MACHINE, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Orlando, County of Orange, State of Florida has named J. Michael Malone, Esquire, located at 523 West Colonial Drive, located of Orlando, County of Orange, State of Florida, 32804 as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

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 said office.

BY:   
J. MICHAEL MALONE