

P97000037875

GULF COAST SCREW MACHINE PRODUCTS, INC.

955 Briarwood Boulevard
Naples, FL 34104
(941) 262-4023

April 25, 1997

EFFECTIVE DATE

4-25-97

RECEIVED
TALLAHASSEE, FLORIDA
****131.25 ****131.25

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

SUBJECT: GULF COAST SCREW MACHINE PRODUCTS, INC.

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check in the amount of \$131.25 representing the Filing Fee, Certified Copy and Certificate for the above subject corporation.

FROM: Robert T. Wolford
955 Briarwood Boulevard
Naples, FL 34104
(941) 262-4023

FILED
97 APR 28 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

411 4/29/97

EFFECTIVE DATE

4 25 97

FILED
97 APR 28 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GULF COAST SCREW MACHINE PRODUCTS, INC.**

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

ARTICLE I

CORPORATE NAME

The name of the corporation shall be GULF COAST SCREW MACHINE PRODUCTS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

955 Briarwood Boulevard
Naples, FL 34104

ARTICLE III

DURATION

The corporation shall be perpetual existence beginning with the date of the execution of the Articles.

ARTICLE IV

PURPOSE

The 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 V

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at anyone time is 100 shares of common stock at \$1.00 par value. The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

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 of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII

REGISTERED AGENT

The address and name of the initial registered agent of the corporation shall be:

Robert T. Wolford
955 Briarwood Boulevard
Naples, FL 34104

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) Director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of the corporation are:

NAMES

Robert T. Wolford

ADDRESSES

955 Briarwood Boulevard
Naples, FL 34104

ARTICLE IX

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

NAMES

Robert T. Wolford

ADDRESSES

955 Briarwood Boulevard
Naples, FL 34104

ARTICLE X

BYLAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal the Bylaws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such Bylaws. In addition, such Bylaws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders, or in the event of the death of any of its shareholders.

ARTICLE XI

ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

B. At its option, to purchase and acquire any or all of its shares owned and held by any such shareholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies, all in accordance with the By-Laws adopted by the shareholders of this corporation setting forth the terms and conditions of such purchase; provided however, the capital of this corporation cannot be impaired thereby.

ARTICLE XII

ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE XIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s), except the Preemptive Rights created in Article VI are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of April, 1997.


ROBERT T. WOLFORD, Subscriber

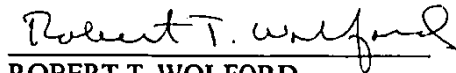
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, GULF COAST SCREW MACHINE PRODUCTS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Naples, County of Collier, State of Florida, has named **ROBERT T. WOLFORD**, located at 955 Briarwood Boulevard, in the City of Naples, County of Collier, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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


ROBERT T. WOLFORD

FILED
97 APR 28 AM 8:55
STATE
TALLAHASSEE, FLORIDA