

P 97 0 0 0 0 7 3 8 3 7

Rushton Industries, Inc.
6625 N. Anderson Road
Tampa, FL 33634

Wednesday, August 20, 1997

Division of Corporations
State of Florida
PO Box 6327
Tallahassee, FL 32314

Enclosed please find my check in the amount of \$122.50 for payment of filing fees for the Articles of Incorporation of Rushton Industries, Inc.

Sincerely,



David W. Root
Vice President

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****122.50 ****122.50

FILED
97 AUG 25 AM 10:46
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

JM-8/26/97


ARTICLES OF INCORPORATION
of
"RUSHTON INDUSTRIES, INC."

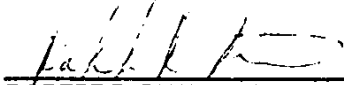
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

1. The name of the corporation shall be "RUSHTON INDUSTRIES, INC."
2. The corporation shall have perpetual existence.
3. The corporation may transact any lawful business.
4. The corporation may issue one thousand (1000) shares of stock, all common, with no par value. The initial shareholders of the corporation shall be ROBERT R. RUSHTON, 12010 Misty Brook Ct. Tampa, FL 33635, Eight Hundred (800) shares and DAVID W. ROOT, 23635 Oakside Blvd., Lutz, FL 33549, Two Hundred (200) shares. The agreed price of the stock shall be one (1.00) dollar per share. The above listed shareholder shall have preemptive rights.
5. The registered agent of the corporation shall be ROBERT R. RUSHTON, 12010 Misty Brook Ct. Tampa, FL 33635. The registered Office of the corporation shall be located at 12010 Misty Brook Ct. Tampa, FL 33635.

I accept the designation of Registered Agent for the corporation

Sworn and subscribed
before me this 19 day
of AUGUST, 1997


ROLAND J. LEDET
My Commission CC340773
Expires Jan. 09, 1998
Bonded by HAI
800-422-1555

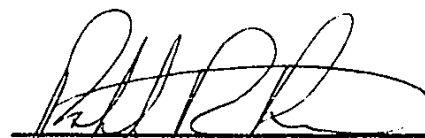

ROBERT R. RUSHTON
12010 Misty Brook Ct.
Tampa, FL 33635

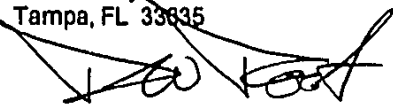
6. The corporation shall have no less than one and no more than seven Directors. The initial Directors of the corporation shall be: ROBERT R. RUSHTON, 12010 Misty Brook Ct. Tampa, FL 33635 and DAVID W. ROOT, 23635 Oakside Blvd., Lutz, FL 33549. The Directors agree to vote for the election of officers of the corporation.
7. The Principle place of business of the corporation shall be 6625 N. Anderson Road, Tampa, FL 33634.
8. The name and address of the incorporators of this corporation are: ROBERT R. RUSHTON, 12010 Misty Brook Ct. Tampa, FL 33635 and DAVID W. ROOT, 23635 Oakside Blvd., Lutz, FL 33549.

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before me this 19 day
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Lutz, FL 33549