

**Followell
Accounting
Service &
Taxes**

P97000088232

Followell Accounting Service & Taxes, Inc.
2701 F Manatee Ave West
Bradenton, Florida 34205
(941) 748-8370

October 10, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

100002318521--7
-10/13/97--01048--020
****122.50 ****122.50

RE: C & J Motion Control Inc.

Gentlemen:

Enclosed herewith please find two originals of Articles of Incorporation for the above corporation. Also enclosed is our check, in the amount of \$ 122.50 for each corporation, to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
TOTAL FEES	\$122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

Vicky H. Followell

Vicky H. Followell
Followell Accounting Service
Taxes, Inc.
2701 F Manatee Ave West
Bradenton, Florida 34205

Enclosures

1

RECEIVED
DIVISION OF STATE
TALLAHASSEE, FLORIDA

97 OCT 13 PM 2:45

FILED

711 10/13/97

FILED

ARTICLES OF INCORPORATION OF 97 OCT 13 PM 2:45

C & J Motion Control Inc. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the corporation is: C & J Motion Control Inc.

ARTICLE II - Existence

This corporation shall commence existence upon receipt and filing of these articles.

ARTICLE III - Purpose

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock, each having a par value of \$ 1.00. The stock will be classified as 1244 stock for Internal Revenue purposes.

ARTICLE V - Initial Registered Office and Agent

The address of the initial registered office of this corporation is 4853 11th Avenue Circle East, Bradenton, FL 34208 and the name of the initial registered agent of this corporation at that address is Carl J. Vangness.

ARTICLE VI - Initial Corporate Office

The address of the initial corporate office of this corporation is 4853 11th Avenue Circle East, Bradenton, FL 34208.

ARTICLE VII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be at least one director. The name and address of the initial directors of this corporation are:

NAME	ADDRESS
Carl J. Vangness	4853 11th Ave Circle East Bradenton, FL 34208
Judy R. Vangness	4853 11th Ave Circle East Bradenton, FL 34208

ARTICLE VIII - Incorporator


The name and address of the person signing these Articles Of Incorporation is: Carl J. Vangsness, 4853 11th Avenue Circle East, Bradenton, FL 34208.

ARTICLE IX - By-Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE X - Indemnification

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


Carl J. Vangsness

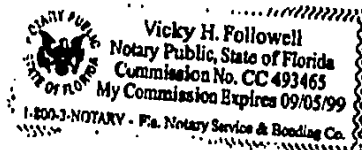
STATE OF FLORIDA

COUNTY OF

Manatee


The foregoing instrument was acknowledged before me on this the 10th day of October, 1997.


Notary Public



ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.


Carl J. Vangsness

FILED
97 OCT 13 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA