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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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FAX #: (305)541-3770

NAME: JOHN HENRY IRONWORKS, INC.

AUDIT NUMBER.....H97000018195

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 3, 1997

EMPIRE

SUBJECT: JOHN HENRY IRONWORKS, INC.
REF: W97000024851

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The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000018195
Letter Number: 797A00053025

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STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

JOHN HENRY IRONWORKS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

FIRST: The name of the Corporation is:

JOHN HENRY IRONWORKS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

One Thousand Shares (1,000) at \$1.00 par value.

FIFTH: The street address of the initial registered and principal office of the Corporation shall be:

TIM GULA, 808 NW 7TH TERRACE, FORT LAUDERDALE, FL 33311

and the name of its initial Registered Agent at such address is:

TIM GULA, 808 NW 7TH TERRACE, FORT LAUDERDALE, FL 33311

Prepared by: CHRISTINE JACOBSEN
SOUTHEAST ACCOUNTING & TAX SERVICES, INC.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309

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SIXTH: The number of Directors constituting the initial Board of Directors of the Corporation is 1, and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until their successors are elected and shall qualify is:

TIM GULA, 808 NW 7TH TERRACE, FORT LAUDERDALE, FL 33311

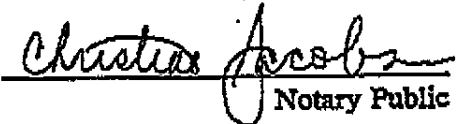
The name and address of each incorporator is:

TIM GULA, 808 NW 7TH TERRACE, FORT LAUDERDALE, FL 33311

Dated: OCTOBER 31, 1997

State of Florida:
County of Broward:

The foregoing instrument was acknowledged before me this 31 day of OCTOBER, 1997 by CHRISTINE JACOBSEN.

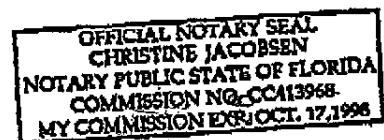

Notary Public

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

TIM GULA, having been designated to act as Registered Agent hereby agrees to act in this capacity.

Prepared by: **CHRISTINE JACOBSEN**
SOUTHEAST ACCOUNTING & TAX SERVICES, INC.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309
954-491-5727



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