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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MICHAEL R. CAREY
DOUGLAS P. MANSON
RANDALL P. MUELLER
ANDREW M. O'MALLEY
JACK R. PEPPER, JR.
DANIEL D. WHITAKER

November 7, 1997

TELEPHONE: (813) 221-8210
FACSIMILE: (813) 221-1430

Via UPS Next Day Air

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

000002343390-7
-11/10/97-01159-011
***122.50 ***122.50

Re: CNC Components, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation. Please file one original and certify and return one original to me. A self-addressed envelope is included for your convenience.

Also enclosed is our firm check in the amount of \$122.50, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>52.50</u>
	Total	\$122.50

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes

Nancy Barnes, Paralegal

NRB/trh
Enclosures

cc: CNC Components, Inc.

P. Hall
NOV 13 1997

**ARTICLES OF INCORPORATION
OF
CNC COMPONENTS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: CNC Components, Inc.

ARTICLE 2

Mailing Address

The mailing address of this corporation is 13622 11th Terrace East, Bradenton, Florida 34202.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of ten cents (\$.10) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 100 South Ashley Drive, Suite 1190, Tampa, Florida 33602, and the name of the initial registered agent of this corporation at that address is Daniel D. Whitaker.

ARTICLE 5

Incorporator

The name and address of the person signing these Articles is:

Kevin A. Conkel
13622 11th Terrace East
Bradenton, Florida 34202

ARTICLE 6

Initial Board of Directors

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

Kevin A. Conkel
13622 11th Terrace East
Bradenton, Florida 34202

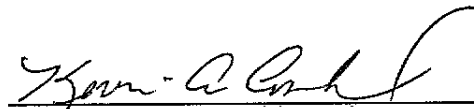
The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

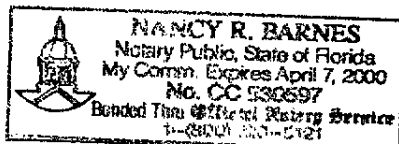
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 7th day of November, 1997.




Kevin A. Conkel

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 7th day of November, 1997 by Kevin A. Conkel.





Type, Printed or Stamp Name of Notary
Personally known X
or Produced Identification _____
Type of Identification Produced _____

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Daniel D. Whitaker

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA