P98000011949

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL. 32314

200002421992--3 -02/05/98--01016--017 *****70.00 *****70.00

RE: RAPID ENGINEERING AND MANUFACTURING, INC.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation, together with a check in the amount of \$ 70.00. This check represents the cost of the filing fee.

Respectfully,

Gary F. Feinberg

MAILING ADDRESS OF CORPORATION:

RAPID ENGINEERING AND MANUFACTURING, INC. 17304 HIALEAH DRIVE ODESSA, FLORIDA 33556

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SICKL NARY OF STATE
TALL AHASSEE, FLORIDA

ARTICLES OF INCORPORATION

RAPID ENGINEERING AND MANUFACTURING, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: RAPID ENGINEERING AND MANUFACTURING, INC.

ARTICLE II - PRINCIPAL OFFICE

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

17304 HIALEAH DRIVE ODESSA, FLORIDA 33556

ARTICLE III - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

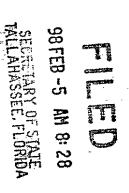
ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated as "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

GARY F. FEINBERG 17304 HIALEAH DRIVE ODESSA, FLORIDA 33556



ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

GARY F. FEINBERG 17304 HIALEAH DRIVE ODESSA, FLORIDA 33556

ARTICLE III - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

GARY F. FEINBERG 17304 HIALEAH DRIVE TAMPA, FLORIDA 33556

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this <u>33/2</u> day of December 1997.

Signature Signature

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared , known to me and known to be the person(s) who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this ______ day of December 1997

(Notary Seal)

(Notary Public, State of Florida at large)

My Commission expires:

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF RAPID ENGINEERING AND MANUFACTURING, INC.

Pursuant to Florida Statutes Section 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered agent as indicated in the Articles of Incorporation at 17304 HIALEAH DRIVE, ODESSA, FLORIDA 33556 has named GARY F. FEINBERG, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

(Registered Agent)

