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ACCOUNT NO. : 072100000032

REFERENCE: 698793 5020727

AUTHORIZATION : <

ORDER TIME: 10:27 AM

ORDER DATE: February 9, 1998

ORDER NO. : 698793-005

CUSTOMER NO: 5020727

CUSTOMER: Kurt E. Grosman, Esq

GROSMAN & HOCK, P.A.

Suite 1150

200 East Robinson Street

Orlando, FL 32801

700002424977--6

DOMESTIC FILING

NAME:

PHOENIX MACHINERY

INTERNATIONAL, INC.

EFFECTIVE DATE:

___ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

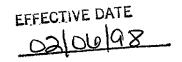
CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

SECRETARY OF STATE OF

PHOENIX MACHINERY INTERNATIONAL, INC.

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I - Name: Principal Office

The name of this Corporation shall be **PHOENIX MACHINERY INTERNATIONAL, INC.** (the "Corporation"). The street address and the mailing address of the initial principal office of the Corporation shall be 1605 South Lake Street, Melbourne, Florida 32901, or such other place as may be designated by the Board of Directors.

Article II - Capital Stock

The Corporation shall have the authority to issue 7,500 shares of voting common stock, with a par value of \$1.00 per share.

Article III - Registered Office; Registered Agent

The street address of the initial registered office of the Corporation shall be 200 E. Robinson Street, Suite 1150, Orlando, Florida 32801. The initial Registered Agent of the Corporation shall be Kurt E. Grosman.

Article IV - Incorporator

is:

The name and street address of the person signing these Articles as the Incorporator

Kurt E. Grosman 200 E. Robinson Street, Suite 1150 Orlando, Florida 32801

Article V - Corporate Existence

The date of commencement of corporate existence shall be February 6, 1998. The Corporation shall have perpetual existence.

Article VI - Board of Directors

The Corporation shall initially have One (1) member of the Board of Directors. The number of members of the Board of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than One (1). The names and addresses of the initial members of the Board of Directors of the Corporation shall be:

Frank Bonarrigo 1605 South Lake Street Melbourne, Florida 32901

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 6th day of February, 1998.

KURT E. GRØSMAN

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 6th day of February, 1998, by KURT E. GROSMAN, who is personally known to me en who has produced Florida driver's license number _______as identification and who did [did not] take an oath.

NOTARY PUBLIC, STATE OF FLORIDA

Ronald F. Hoch

Print Name:

RONALD G. HOCK

My Commission Number:

My Commission Expires:

RONALD G: HOCK
My Comm Exp. 04/11/2009
Bonded By Service Ins
No. CC547083
Personally Known [10ther I.D.

PHOENIX MACHINERY INTERNATIONAL, INC.

DIVISION OF CORPORATIONS 98 FEB -9 PM 2: 43

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF FLORIDA STATUTES § 607.0505.

DATED: February 6, 1998

KURT E. GROSMAN

Registered Agent