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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: ~~LOUIS WILKINSON~~ GREG
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NAME: THERMAL SPRAY HOLDINGS, INC.

AUDIT NUMBER.....H98000003077

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

CERT. OF STATUS...1

PAGES..... 4

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Thermal Spray Holdings, Inc.

Article II. Address

The mailing address of the Corporation is:
Thermal Spray Holdings, Inc.
612 North Orange Avenue, Suite A-11
Jupiter FL 33458

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
John T. Metzger
250 Australian Avenue South, Suite 700
West Palm Beach FL 33402-2926

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Jorge Costa

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

John T. Metzger | FL Bar Member 527531
Reid, Metzger, & Associates, P.A.
250 Australian Avenue South, Suite 700
West Palm Beach FL 33402-2926
561-659-7700

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

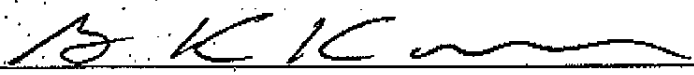
The name and address of the incorporator is:

John T. Metzger
Reid, Metzger, & Associates, P.A.
250 Australian Avenue South, Suite 700
West Palm Beach FL 33402-2926

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 11, 1998.

The undersigned incorporator executed these Articles of Incorporation on February 13, 1998.



JOHN T. METZGER
by G.K. Kuroda as attorney-in-fact

John T. Metzger | FL Bar Member 527531
Reid, Metzger, & Associates, P.A.
250 Australian Avenue South, Suite 700
West Palm Beach FL 33402-2926
561-659-7700

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Thermal Spray Holdings, Inc.

REGISTERED AGENT/OFFICE:

**John T. Metzger
250 Australian Avenue South, Suite 700
West Palm Beach FL 33402-2926**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JOHN T. METZGER
by G.K. Kuroda as attorney-in-fact

Date: February 13, 1998

**John T. Metzger | FL Bar Member 527531
Reid, Metzger, & Associates, P.A.
250 Australian Avenue South, Suite 700
West Palm Beach FL 33402-2926
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