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WAYNE S. TIMMERMAN, P.A.

ATTORNEY AT LAW

SUITE 101

101 SOUTH FRANKLIN STREET

TAMPA, FLORIDA 33602-5327

TELEPHONE (813) 254-0476 FACSIMILE (813) 277-9003

March 6
February 11, 1998

FILED
98 MAR -9 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporations Division
The Capitol
Tallahassee, Florida 32301

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Re: Kirby Industrial Services, Inc.

Gentlemen:


Enclosed is an original and one copy of the Articles of Incorporation to be filed with your office, for the captioned corporation.

Also, enclosed is my check payable to the Secretary of State in the amount of \$ 122.50 which represents the filing fee, Charter Tax and certificate of incorporation.

After this corporation has been filed and issued a charter Number, please return the original Certificate of Incorporation and a copy of the Articles to me along with your confirmation of filing.

Should you have any problems or questions concerning this matter, please contact me immediately at the telephone number listed above.

Sincerely yours,



Wayne S. Timmerman

WST/st
Enclosure

R. CHESSEY MAR 11 1998

ARTICLES OF INCORPORATION
OF
KIRBY INDUSTRIAL SERVICES, INC.

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of the corporation is KIRBY INDUSTRIAL SERVICES, INC. whose business address is 36150 Greenbrook Avenue, Zephyrhills, Florida, 33541 and mailing address is 36150 Greenbrook Avenue, Zephyrhills, Florida 33541.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation by the Department of the State of Florida.

ARTICLE III - PURPOSES

The purpose or purposes for which the corporation is organized to repair and maintain industrial equipment and to do everything necessary, proper, advisable or convenient for the accomplishment of said purpose, and to do all other things incidental to this or connected with this that are not forbidden by the Florida corporation laws or by other laws, or by those Articles of

Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States or by the foreign country.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of Capital Stock with a par value of \$ 1.00 per share.

ARTICLE V - QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the corporation's by-laws, all of the shares entitles to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address in Florida of the initial registered office of the corporation is 36150 Greenbrook Avenue, Zephyrhills, Florida 33606 and the name of the initial registered agent at such address is Lonnie Eugene Kirby.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one Member, who need not be a resident of the State of Florida or shareholder of the corporation. The number of directors may be either

increased or diminished from time to time in the manner provided in the by-laws but shall never be less than one (1). The name and address of the person who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified is as follows:

President:

Lonnie Eugene Kirby, 36150 Greenbrook Ave., Zephyrhills, Fl 33541

Secretary/Treasurer:

Angela L. Kirby, 36150 Greenbrook Ave., Zephyrhills, Fl 33541

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is:

Lonnie Eugene Kirby, 36150 Greenbrook Ave., Zephyrhills, Fl 33541

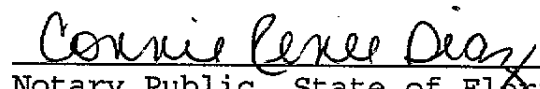
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Tampa, Hillsborough County, Florida on this 4th day of ~~February~~ MARCH 1998.


Lonnie Eugene Kirby
Incorporator

STATE OF FLORIDA

COUNTY OF Hillsborough

THE FOREGOING was acknowledged before me by Lonnie Eugene Kirby personally known to me, this 4 day of ~~February~~ march, 1998.


Notary Public, State of Florida

My Commission Expires:

5/20/2001



Connie Renee Diaz
MY COMMISSION # CC649056 EXPIRES
May 20, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

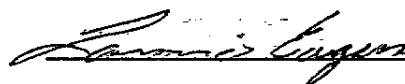
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

That KIRBY INDUSTRIAL SERVICES, INC. desiring to organize to
qualify under the laws of the state of Florida, with its principal
place of business in City of Zephyrhills, County of Hillsborough,
State of Florida, has named Lonnie Eugene Kirby as its agent to
accept service of process within Florida.


Lonnie Eugene Kirby

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, 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.

DATED this 4th day of ^{March}~~February~~, 1998.


Lonnie Eugene Kirby

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