

P98000042747

WALZER & ASSOCIATES, INC.
A Professional Accounting Firm
8301 Forest City Road
Orlando, Florida 32810
(407) 299-0086 FAX (407) 298-3849

EFFECTIVE DATE

5/6/98

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-05/08/98--01089--010
***122.50 ***122.50

May 6, 1998

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Atlantic Rack & Conveyor Systems, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit Corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,


STEVEN H. WALZER
Enrolled Agent

SHW/jdj
Enclosures

FILED
98 MAY -8 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Steven GAVE

AUTHORIZATION BY PHONE TO

CORRECT

DATE

Reading, att, notes + cert
5/12/98
TA
222

798A00026231

TA-5/12/98

EFFECTIVE DATE

5/6/98

FILED

98 MAY -8 PM 12:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ATLANTIC RACK & CONVEYOR SYSTEMS, INC.

ARTICLE I - NAME

The name of this Corporation is ATLANTIC RACK & CONVEYOR SYSTEMS, INC.

the address is 533 South Mills Avenue, Orlando, Florida 32801.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 6th day of May, 1998.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the States, the state of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 533 South Mills Avenue, Orlando, Florida 32801 and the name of the initial registered agent of this Corporation at that address is KISTEN M. OSBORNE.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

KISTEN M. OSBORNE
President, Vice President, Secretary & Treasurer
533 South Mills Avenue
Orlando, Florida 32801

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

KISTEN M. OSBORNE
President, Vice President, Secretary & Treasurer
533 South Mills Avenue
Orlando, Florida 32801

ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles Of Incorporation on this 6th day of may, 1998.


KISTEN M. OSBORNE

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this 6th day of May, 1998,
personally appeared before me, the undersigned officers duly authorized to administer
oaths and take acknowledgments, KISTEN M. OSBORNE, well known and known
to be the person who executed the foregoing Articles of Incorporation, ATLANTIC
RACK & CONVEYOR SYSTEMS, INC. and he acknowledged that he
signed and executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at
Orlando, in said County and State, this 6th day of May, 1998.



STEVEN H WALZER
My Commission CC555960
Expires Jul. 12, 2000

NOTARY PUBLIC-STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED IN COMPLIANCE with Section 48.091 of the Florida
Statutes, the following is submitted:

First that ATLANTIC RACK & CONVEYOR SYSTEMS, INC. desiring
to organize or qualify under the laws of the State of Florida, its principal place of
business in the City of Orlando, Florida has named Kisten M. Osborne, 533 South Mills

Avenue, Orlando, Florida as its agent to accept service process within Florida.

Kisten M. Osborne
KISTEN M. OSBORNE

Date: 5/6/98

ACCEPTANCE

Having been named to accept service of process for the above - named 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.

Kisten M. Osborne
KISTEN M. OSBORNE

Date: 5/6/98

STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 6th day of
May, 1998, in said County and State.

[Signature]
NOTARY PUBLIC - STATE OF FLORIDA



STEVEN H. WALZER
My Commission CC555960
Expires Jul. 12, 2000

FILED
98 MAY -8 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA