

P98000045534

STEVEN D. SMITH  
PAMELA J. SMITH  
5930 FLATWOODS MANOR CIRCLE  
LITHIA, FL 33547

63-27/631  
904

1329

5/12 19 98

Pay to the Order of State of Florida Div. of Incorporation \$ 70.00

Seventy and 00/100

Dollars

Security features  
are included  
on every check.

**NationsBank**

NationsBank, N.A.  
Florida

For

Pamela J. Smith MP  
⑆063100277⑆ 3512547753⑆ 1329

© Clarke American

000002522190--4

-05/13/98--01002--024

\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED

98 MAY 20 PM 1:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TS 5/14/98

W98-T1017

TS  
5/20



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 14, 1998

STEVEN D. SMITH  
5930 FLATWOOD MANOR CIRCLE  
LITHIA, FL 33547

SUBJECT: PARADIGM MANUFACTURING, INC.  
Ref. Number: W98000011017

We have received your document for PARADIGM MANUFACTURING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 898A00026986

FILED  
MAY 24 PM 1:35  
DEPT. OF STATE  
FLORIDA

ARTICLES OF INCORPORATION  
OF  
PARADIGM MANUFACTURING, INC.

FILED  
98 MAY 26 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Paradigm Manufacturing, Inc.

ARTICLE II

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the filing of these Articles.

ARTICLE III

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue One Million (1,000,000) shares of No-par value stock.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Agent are as follows:

Steven D. Smith  
5930 Flatwoods Manor Circle  
Lithia, FL 33574

The mailing address of the corporation is:

Paradigm Manufacturing, Inc.  
5930 Flatwoods Manor Circle  
Lithia, FL 33574

The principal office of the corporation in this State will be:

Paradigm Manufacturing, Inc.  
5930 Flatwoods Manor Circle  
Lithia, FL 33574

The Board of Directors may from time to time move the principal office to any other address in Florida, and the corporation may have other offices, agencies and branches at such places as may be determined by the Board of Directors.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Steven P. McMurtry

841 Village Way  
Palm Harbor, FL 34683

Steven D Smith

5930 Flatwoods Manor Circle  
Lithia, FL 33574

## ARTICLE VII

### INCORPORATOR

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

Steven D. Smith  
5930 Flatwoods Manor Circle  
Lithia, FL 33574

## ARTICLE VIII

### AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE IX

### BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal of change by action of the Shareholders.

## ARTICLE X

### STOCK TRANSFER AGREEMENTS

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement between themselves, or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation any and all of the stocks of the corporation held by them and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that shares standing in the name of any person as pledgee, trustee, or other fiduciary may be voted, in person or by proxy, and without proof of authority.

## ARTICLE XI

### INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in the Florida Statutes and Bylaws.

## ARTICLE XII

### CUMULATIVE VOTING

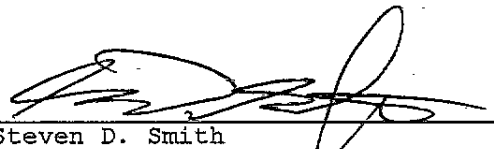
At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares or by distributing his votes on the same principle among any number of candidates.

## ARTICLE XIII

### PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares that he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 11th day of May, 1998.

  
Steven D. Smith  
INCORPORATOR

STATE OF FLORIDA )  
County of ~~Pinellas~~ Hillsborough

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 11th day of May, 1998, by Steven D. Smith, who is personally known to me or who has produced A. license as identification and did/did not take an oath.

  
Notary Public  
STATE OF FLORIDA

My Commission Expires:



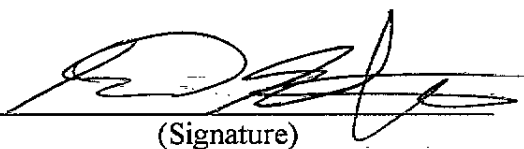
## **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The Name of the Corporation is: **PARADIGM MANUFACTURING, INC.**
2. The Name and Address of the Registered Agent and Office is:

**Steven D. Smith**  
**5930 Flatwoods Manor Circle**  
**Lithia, FL 33547**  
**Phone (813) 681-2124**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

  
(Signature)

may 18, 1998  
(Date)

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

FILED  
98 MAY 20 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA