

PA 8000045988

CARLTON FIELDS

Requestor's Name
Post Office Drawer 190

Address
Tallahassee, FL 32302 224-1585

City/State/Zip Phone #

FILED

98 MAY 21 PM 2:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. M-S Cash Drawer Florida Corporation
(Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #) 700002531607--9
-05/21/98--01064--009
***122.50 ***122.50

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #) 5-22-98

EFFECTIVE DATE

☒ Walk in ☒ Pick up time 5/21/98 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

4

**ARTICLES OF INCORPORATION
OF
M-S CASH DRAWER FLORIDA CORPORATION**

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The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is M-S Cash Drawer Florida Corporation

EFFECTIVE DATE
5-22-98

ARTICLE II

Initial Principal Office and Mailing Address

The Corporation's initial principal office is Northwest Industrial Park, 1902 N.W. 67 Place, Gainesville, Florida 32653. The Corporation's mailing address is 19022 N.W. 94th Avenue, Alachua, Florida 32615.

ARTICLE III

Shares

The corporation shall have authority to issue 100,000 common shares with a par value of \$.01 per share.

ARTICLE IV

Initial Registered Agent and Office

The street address of its initial registered office is One Harbour Place, Suite 500, Tampa, Florida 33602, and the name of its initial registered agent at that address is David P. Burke.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Name

Address

David P. Burke

One Harbour Place
Suite 500
Tampa, Florida 33602

ARTICLE VI
Initial Director

The corporation initially shall have one director, whose name and address is:

<u>Name</u>	<u>Address</u>
Paul R. Masson	c/o M-S Cash Drawer corporation 2085 E. Foothill Boulevard Pasadena, California 91107

ARTICLE VII
Indemnification

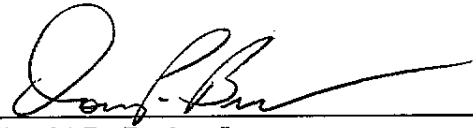
No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Amended and Restated Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE VIII
Effective Date and Time

Pursuant to Section 607.0123(2), these articles of incorporation shall become effective on the 22nd day of May 1998, at 9:00 a.m.

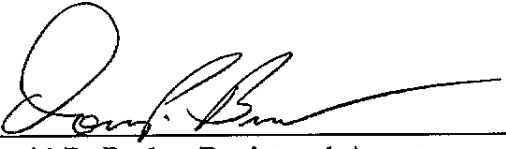


David P. Burke, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated effective the 22nd day of May 1998.


David P. Burke, Registered Agent

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