

THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 07210000032

REFERENCE: 905163 9341A

AUTHORIZATION-

ORDER DATE: July 27, 1998

ORDER TIME : 10:50 AM

ORDER NO. : 905163-005

CUSTOMER NO:

9341A

CUSTOMER: William Rambaum, Esq

WILLIAM RAMBAUM, ESQ., P.A.

Suite 100

28960 Us Highway 19 North

Clearwater, FL 33761

DOMESTIC FILING

NAME:

ZEIGLER TRANSMISSIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

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EFFECTIVE DATE

ARTICLES OF INCORPORATION

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OF

ZEIGLER TRANSMISSIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be ZEIGLER TRANSMISSIONS, INC. The address of the principal office of this corporation shall be 3920 Tampa Road, Oldsmar, FL 34677, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2017 Cindy Circle, Palm Harbor, FL 34683, and the name of the initial registered agent of the corporation at that address is David Zeigler.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until successors are elected or appointed:

David Zeigler

2017 Cindy Circle Palm Harbor, FL 34683

Pres./Sec./Treas./Director

ARTICLE VII. INCORPORATOR

The names and street addresses of the incorporators to these Articles of Incorporation are:

David Zeigler 2017 Cindy Circle Palm Harbor, FL 34683

ARTICLE VIII. EFFECTIVE DATE

The Effective Date of this corporation shall be July 28, 1998.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, on the 2 day of July, 1998.

Witness/

Witness

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this day of July, 1998, by David Zeigler, who is personally known to me or who produced a Florida driver's license as identification, and who did/did not take an oath.

Ann D. Giatkowski My Commission # CC612999 Expires January 12, 2001 Bonded Thru Troy fain Insurance, Inc. NOTARY PUBLIC:

Sign:_ _Print:_

State of Florida at Large My commission expires: (SEAL)

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

David Zeigler, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

David Zeigler

SECRETARY OF STATE BIVISION OF CORPORATION