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BERRIEN H. BECKS, SR., P.A.

ATTORNEY AT LAW

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August 28, 1998

BECKS BUILDING  
125 N. RIDGEWOOD AVENUE  
P.O. DRAWER 2140  
DAYTONA BEACH, FLORIDA  
32115

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32301

500002633015--4  
-09/04/98--01131--007  
\*\*\*\*122.50 \*\*\*\*122.50

Re: PERFORMANCE PRODUCTS, INC.

Gentlemen:

Enclosed please find the Articles of Incorporation regarding the above corporation. Please file same and forward a certified copy of the Articles to my office.

Also enclosed is a check for \$122.50 to cover the following costs and fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent	35.00
	<u>\$122.50</u>

Thank you for your assistance in this matter.

Very truly yours,

  
BERRIEN H. BECKS, SR., P. A.

BHB,SR/j

Enclosures

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98 SEP -4 AM 9:43  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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9-10-98  
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98 SEP -4 AM 9:43  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PERFORMANCE PRODUCTS, INC.

The undersigned subscribers, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be PERFORMANCE PRODUCTS, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 8 Granville Circle, Daytona Beach, FL 32118. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares, having no par value.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be HOWARD J. DONALDSON. The street address of the initial registered office shall be 8 Granville Circle, Daytona Beach, FL 32118.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Ten Thousand Dollars (\$10,000).

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have Three (3) Directors. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
EMORY M. DONALDSON	70 Cadence Court Aiken, SC 29803
HOWARD J. DONALDSON	8 Granville Circle Daytona Beach, FL 32118
PAULINE J. DONALDSON	8 Granville Circle Daytona Beach, FL 32118

ARTICLE IX - INCORPORATORS

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

<u>Name</u>	<u>Address</u>
HOWARD J. DONALDSON	8 Granville Circle Daytona Beach, FL 32118
PAULINE J. DONALDSON	8 Granville Circle Daytona Beach, FL 32118

ARTICLE X - 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 shareholder is subject to this reservation.

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscribers have executed

these Articles of Incorporation this 31st day of August, 1998.

  
Howard J. Donaldson

  
Pauline J. Donaldson

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared HOWARD J. DONALDSON and PAULINE J. DONALDSON, to me known to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 31st day of August, 1998.

  
Notary Public, State of Florida

My Commission expires:



JANE L. OZIERSKI  
COMMISSION # CC600696  
EXPIRES JAN 08, 2001  
BONDED THROUGH  
ATLANTIC BONDING CO., INC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE 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:

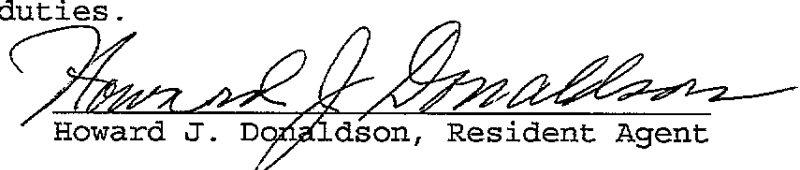
That PERFORMANCE PRODUCTS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Daytona Beach, State of Florida, has named HOWARD J. DONALDSON, located at 8 Granville Circle, in the City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.

  
Howard J. Donaldson

Title: Vice President

Date: August 31st, 1998

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.

  
Howard J. Donaldson, Resident Agent

Date: August 31, 1998

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98 SEP -14 AM 9:43  
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TALLAHASSEE, FLORIDA