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TRANSMITTAL LETTER

99 JAN 11 PM 12:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Divisions of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

700002737067--8  
-01/11/99--01132--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: LBJ MACHINE COMPANY, INC.

Enclosed are an original and one (1) copy of the articles of incorporation and a check in the amount of \$87.50 to cover the cost of:

Filing fee	\$35.00
Registered Agent Designation	35.00
Certified Copy	8.75
Certificate of Status	<u>8.75</u>
	\$87.50

FROM:

Susan P. Keenan  
LBJ Machine Company, Inc.  
4672 Tree Top Lane  
Edgewater, FL 32141-7132  
904-345-4142

P. Hall

JAN 13 1999

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ARTICLES OF INCORPORATION  
OF

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**LBJ MACHINE COMPANY, INC.**

The undersigned, acting as incorporator under the provisions of the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of this Corporation shall be: **LBJ MACHINE COMPANY, INC.**

ARTICLE II

Principal Office

The principal place of business and mailing address of this corporation shall be:

333 West Marion Bldg. 21

Edgewater, FL 32132

ARTICLE III

Term of Existence

The duration of this Corporation is to be perpetual.

ARTICLE IV

Purposes

The Corporation may engage in any activity of business permitted under the laws of the United States of America and of the State of Florida.

## ARTICLE V

### Stock Clause

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 1000 shares of common stock, each with a par value of \$.01.

## ARTICLE VI

### Exercise of Corporate Power

This Corporation shall not have a Board of Directors. Exercise of corporate power and management of corporate affairs shall be accomplished by the Shareholders.

## ARTICLE VII

### Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted. Notice of such action so taken shall be given within ten (10) days of the date of such action to those Shareholders entitled to vote thereon who did not give their written consent.

## ARTICLE VIII

### Stock Transfer Agreements

No Shareholder shall have the right to sell, trade, or assign any shares of the Corporation to an outside party. The Corporation shall have first right of purchase of any outstanding shares at a price agreed upon between the Shareholder and the Corporation at the time the shares were purchased, assigned, or pledged as collateral.

## ARTICLE IX

### Fundamental Changes

The affirmative vote of holders of seventy-five (75%) of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- b) Reorganization, merger or consolidation of the Corporation;
- c) Sale, lease or exchange of the major portion of the property or assets of the Corporation;
- d) Dissolution of the Corporation.

## ARTICLE X

### Initial Registered Agent and Street Address

The name and address of the initial registered agent of the Corporation is:

Leroy D. Steffey  
333 West Marion Bldg. 21  
Edgewater, FL 32132

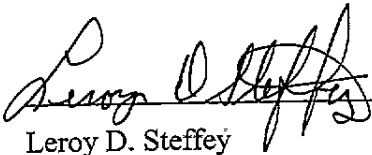
## ARTICLE XI

### Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Leroy D. Steffey  
333 West Marion Bldg. 21  
Edgewater, FL 32132

The undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of January, 1999.

  
Leroy D. Steffey

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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:

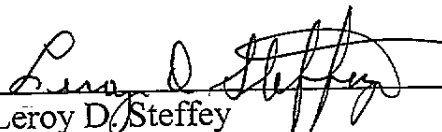
**LBJ MACHINE COMPANY, INC.**

2. The name and address of the registered agent and office is:

Leroy D. Steffey  
333 West Marion Bldg. 21  
Edgewater, Florida 32132

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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.

  
Leroy D. Steffey

January 2, 1999