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# Lensco

3500 Cypress Gardens Rd. Ste. F Winter Haven, Florida 33884

City/State/Zip

Phone #

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

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	OTHER FILINGS  Annual Report Fictitious Name	GISTRATION/C Foreign Limited Partners Reinstatement Trademark Other	. <del>-</del> .	<u>NC</u>		, <del></del>

Examiner's Initials

FILED SECRETARY OF STATE SVISION OF CORPORATION

# ARTICLES OF INCORPORATION

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# FLORIDA ENGINE R & D, INCORPORATED

(Name of corporation)

The undersigned acting as the Incorporator under Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

# **ARTICLE I**

The Name of the corporation is: FLORIDA ENGINE R & D, INCORPORATED

## **ARTICLE II – DURATION**

This corporation shall exist perpetually unless dissolved according to Florida Law.

## **ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLES OF INCORPORATION Florida Engine R & D, Incorporated

# ARTICLE IV - CAPITOL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$ 1.00 per share.

## ARTICLE V

#### MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The power of this Corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors consisting of not less than one (1) persons and not more than ten (10) persons. The initial number of Directors of the Corporation shall be one (2), provided, however, that such number may be changed pursuant to the Bylaws duly adopted by the Board. At all times the member of the Board of Directors shall consist of an even number and shall be divided as equally as the number of Directors will permit into one (1) classes: Class 1 and Class 2

The term of office for all Directors shall be two (2) years except for the term of office of the initial Class 1 Director shall expire at the annual meeting next ensuing, the term of office of the initial Class of Director(s) shall expire two (2) years thereafter.

The name and address of such initial members of the Board of Directors are as follows:

NAME:

CITY:

Winter Haven, STATE: Florida ZIP: 33880

PHONE (941) 401-9828

ADDRESS: 4152 Sprucewood Street

Garry E. Clark (President) (Class 1)

It is the intent of these Articles that, at all times hereafter, the Directors shall be classified as to term of office in the manner herein above provided for in the initial Board, so that, as nearly as the number of Directors will permit, one-half of the Directors of this Corporation shall be elected at each annual meeting of the Corporation.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if a majority of members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be held with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by vote of the Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by written consent of the Board of Directors without a meeting. Such a statement shall be prima facie evidence of such authority.

**B.** Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of the Corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Title

FLORIDA ENGINE R & D, INCORPORATED

President

Garry E. Clark

Vice President

None

Secretary-Treasure

None

# ARTICLE VI - INITIAL PRINCIPLE OFFICE

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

Principle Place of Business: 4152 Sprucewood Street, Winter Haven, Fl. 33880

Mailing Address: 4152 Sprucewood Street, Winter Haven, Fl. 33880

# 1 ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT 2 3 The street address of the initial registered office and the name of the initial registered 4 agent at that office are: 5 6 NAME: Garry E. Clark (President) (Class 1) 7 ADDRESS: 4152 Sprucewood Street 8 CITY: STATE: Florida ZIP: 33880 Winter Haven, 9 PHONE (941) 401-9828 10 11 ARTICLE VIII - INCORPORATORS 12 13 The name of address of the Incorporator signing these Articles of Incorporation is as 14 follows: 15 16 NAME: Garry E. Clark (President) (Class 1) 17 ADDRESS: 4152 Sprucewood Street 18 CITY: Winter Haven, STATE: Florida ZIP: 33880 19 **PHONE** (941) 401-9828 20 21 22 23 24

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# ARTICLES IX – MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

By major vote of the stockholders

# ARTICLE X – LIMITATION OF CORPORATION OF POWERS

The corporate powers of this corporation are as provided in FS § 617.0302, unless limited

as follows: None

The undersigned Incorporators has executed these articles of incorporation on this

day of January, 1999.

signature of Indorporator

Garry E. Clark (President)

Typed name of Incorporator signing

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25 4152 Sprucewood Street Winter Haven, Florida 33880

Garry E. Clark

(Signature)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE.

PURSUANT TO FS § 617.0501, 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.

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 4152 Sprucewood Street, Winter Haven, Florida 33880, has named Garry E. Clark, located at the aforesaid address, as its registered agent to accept service of process within the state.

Signature)

Garry E. Clark 4152 Sprucewood Street

Winter Haven, Florida 33880

9 JAN 15 AMID: OI

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.

\_\_\_\_\_\_,1999 (Date)