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MASON & ASSOCIATES

Professional Association
Attorneys at Law

August 12, 1999

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

Re: Innovative Tool Concepts, Inc.
Our ref.: 3135.3

Dear Sir or Madam:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced Florida corporation. Please file the Articles upon receipt and return a Certificate of Status to our office.

We have enclosed our check in the amount of \$78.75 in payment of the filing fee and the cost of the Certificate of Status.

Should you have any questions or require additional information, we would appreciate a phone call to the undersigned, rather than returning the documents. Thank you for your assistance.

Sincerely,

Lia H. Costello
Lia H. Costello, LA
727.507.3442

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Enclosures

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AUTHORIZATION BY PHONE TO

CORRECT Shanes

DATE 8/23/99

DOC EX hgm

FILED

99 AUG 16 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/23/99
[Signature]

ARTICLES OF INCORPORATION
OF
INNOVATIVE TOOL CONCEPTS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the corporation is Innovative Tool Concepts, Inc., and the principal address is 17097 Glenview Avenue, Port Charlotte, FL 33954.

ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is 17097 Glenview Avenue, Port Charlotte, FL 33954. The name of its registered agent at such address is George E. Marks.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the corporation is authorized to issue is Ten thousand (10,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to Ten Thousand Dollars (\$10,000.00).

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
George E. Marks	17097 Glenview Avenue Port Charlotte, FL 33954
Paul W. Owens	347 Hudson Street Inglis, FL 34449

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

ARTICLE VI - AMENDMENTS

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INCORPORATOR

The incorporator is Dennis G. LaPointe, whose mailing address is 17757 U.S. Highway 19 North, Clearwater, FL 34624.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 12 day of August, 1999.

By:

Dennis G. LaPointe
Dennis G. LaPointe
Incorporator

Acknowledgment of Registered Agent

I hereby accept designation as
Registered Agent.

INNOVATIVE TOOL CONCEPTS, INC.

By:

George E. Marks
George E. Marks
Registered Agent

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TALLAHASSEE, FLORIDA