

P06000025121

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

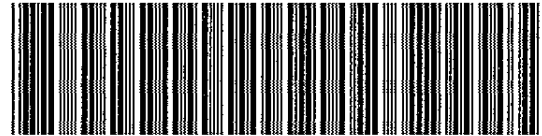
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300065494523

02/16/06--01018--010 **78.75

FILED
06 FEB 16 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 20 2006

John E. Guard
2508 NW 43rd PLACE *
Cape Coral, FL 33993
Phone 239-282-8295, Fax 239-282-8296

February 10, 2006

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Incorporation of **ACTION MANUFACTURING OF THE CAROLINAS, INC.**

Gentlemen:

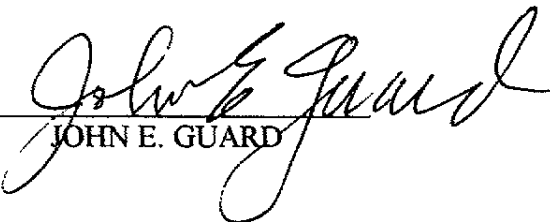
Enclosed herewith, please find the original and one copy of the Articles of Incorporation of, **ACTION MANUFACTURING OF THE CAROLINAS, INC.**, along with the Designation of Registered Agent.

We enclose our check to cover the following:

1. Filing Fee	\$35.00
2. Registered Agent Fee	\$35.00
3. Certified Copy	<u>\$8.75</u>
TOTAL	\$78.75

Thanking you in advance for your services.

Very truly yours,



JOHN E. GUARD

Enclosures: 5

ARTICLES OF INCORPORATION
OF
ACTION MANUFACTURING OF THE CAROLINAS, INC.

FILED
06 FEB 16 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby form a Corporation for profit under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation is ACTION MANUFACTURING OF THE CAROLINAS, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One-Million (1,000,000) shares of common stock, each share having the par value of one cent (\$.01), per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

The amount of capital with which this Corporation will begin business is Ten Thousand Dollars (\$10,000.00).

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office of this Corporation is to be 2602 NE 9th Avenue, Cape Coral, Florida 33909. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII

This Corporation shall have Four (4) Directors initially, but not less than two (2). The number of Directors may be increased or diminished from time to time by the by-laws adopted by the Shareholders.

ARTICLE VIII

The name and street addresses of the Board of Directors who shall hold Office until their successor or successors are elected and have qualified are:

NAME	ADDRESS	OFFICE
RICHARD J. SHEPARD	5267 Skylark Court Cape Coral, FL. 33904	President & Director
PAUL P. GUARD	422 SW 38 th Avenue Cape Coral, FL. 33991	Chairman, Vice President & Director
JOHN E. GUARD	2508 NW 43 rd Place Cape Coral, FL. 33993	Secretary, Vice Chairman & Director
THOMAS F. SEWEJKIS	16251 CR 339 Trenton, FL 32693	Vice President & Director

RICHARD J. SHEPARD will also serve as Chief Operating Officer.

PAUL P. GUARD will also serve as Chief Executive Officer.

JOHN E. GUARD will also serve as Chief Financial Officer.

ARTICLE IX

The names and street addresses of the subscribers of these Articles of Incorporation and the number of shares of stock they have agreed to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
PAUL P. GUARD Trustee, U/A 8/5/96	422 SW 38 th Avenue Cape Coral, FL. 33991	10,000
JOHN E GUARD Trustee, U/A 8/20/85	2508 NW 43 rd . Place Cape Coral, FL. 33993	5,000
IRENE C. GUARD Trustee, U/A 8/20/85	2508 NW 43 rd . Place Cape Coral, FL. 33993	5,000
RICHARD J. SHEPARD	5267 Skylark Court Cape Coral, FL. 33904	10,000
THOMAS F. SEWEJKIS	16251 CR 339 Trenton, FL 32693	5,000

ARTICLE X

The street address of the initial registered office of this Corporation is 2602 NE 9th Avenue, Cape Coral, Florida 33909, and the name of the initial registered agent of this Corporation at that address is JOHN E. GUARD.

ARTICLE XI

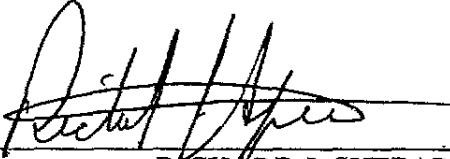
These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this

10th Day of February, 2006


RICHARD J. SHEPARD


PAUL P. GUARD


JOHN E. GUARD


IRENE C. GUARD



THOMAS F. SEWEJKIS

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

I HEREBY CERTIFY that before me this day, personally appeared PAUL P. GUARD, JOHN E. GUARD, IRENE C. GUARD, RICHARD J. SHEPARD and THOMAS F. SEWEJKIS to me known to be the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named above, this

^{up}
10th Day of February, 2006.

NOTARY PUBLIC-STATE OF FLORIDA
 Carolyn Pilgrim
Commission # DD489987
Expires: DEC. 26, 2009
Bonded Thru Atlantic Bonding Co., Inc.


NOTARY PUBLIC

My Commission expires: 12/26 20 06

(SEAL)

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:

FIRST THAT, ACTION MANUFACTURING OF THE CAROLINAS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF CAPE CORAL, STATE OF FLORIDA, HAS NAMED JOHN E. GUARD, LOCATED AT 2602 NE 9th AVENUE, CAPE CORAL, FLORIDA 33909, AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

DATED: This 10th day of February, 2006

By: 
JOHN E. GUARD
REGISTERED AGENT

FILED
FEB 16 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA