

P05000/60415

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000068783 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850)205-0380

From:  
Account Name : MATTHEW B. WEALCATCH, P.A.  
Account Number : I20050000090  
Phone : (954)922-3240  
Fax Number : (954)922-3431

RECEIVED  
06 MAR 15 AM 8:00  
DIVISION OF CORPORATIONS

COR AMND/RESTATE/CORRECT OR O/D RESIGN

GOLD COAST ALUMINUM PRODUCTS, INC.

FILED  
06 MAR 16 PM 2:44  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

Amended  
E.  
03/15/06

Restated

Art.

DC

H0600006878 3 3

**CERTIFICATE OF AMENDMENT  
 TO  
 THE AMENDED AND RESTATED ARTICLES OF INCORPORATION  
 OF  
 GOLD COAST ALUMINUM PRODUCTS, INC.  
 (A Florida Corporation)**

Under the provisions of F.S. 607.1006, this corporation adopts the attached articles of amendment to its articles of incorporation, and the undersigned certifies as follows:

1. At a joint meeting of the board of directors and shareholders of Gold Coast Aluminum Products, Inc. held on March 15, 2006, a resolution was unanimously adopted setting forth the attached amendment to the Articles of Incorporation of said corporation.
2. The Amended and Restated Articles of Incorporation of the Corporation approved by the board and shareholders are attached.

IN WITNESS WHEREOF, the said Gold Coast Aluminum Products, Inc. has caused this Certificate to be signed by its President this 15<sup>th</sup> day of March, 2006.

**GOLD COAST ALUMINUM  
 PRODUCTS, INC.**

By:   
 Martin Cooper, President

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 06 MAR 16 PM 2:44

H0600006878 3 3

H0600006878 33

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**

**GOLD COAST ALUMINUM PRODUCTS, INC.**  
**(A Florida Corporation)**

**(original Articles of Incorporation were filed December 7, 2005)**

**ARTICLE 1**

**NAME**

The name of the Corporation is **Gold Coast Aluminum Products, Inc.**  
(the "Corporation").

**ARTICLE 2**

**PRINCIPAL OFFICE; REGISTERED OFFICE; REGISTERED AGENT**

The address of the principal office of the Corporation and the mailing address of the Corporation is 850 SW 87 Terrace, Plantation, FL 33323. The Registered Agent of the Corporation is Peggy Soltis, who is located at 6000 SW 19 Street, Plantation, FL 33317.

**ARTICLE 3**

**PURPOSE**

The general purpose for which the corporation is organized is to transact or engage in any and all lawful business or activity permitted under the Florida Business Corporation Act ("FBCA") and the laws of the State of Florida and the United States.

**ARTICLE 4**

**DIRECTORS**

A. Number and Term of Directors. The Corporation's Board of Directors shall consist of not less than one nor more than five members, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director. Each initial director

H0600006878 33

H06000068783 3

shall be elected to an initial term expiring at the next ensuing annual meeting of shareholders. Each director thereafter shall be elected to an initial term expiring at the annual meeting of shareholders held one year thereafter, in each case until his or her successor is duly elected and qualified or until his or her earlier resignation, death, incapacity or removal from office.

B. Initial Directors. The initial Board of Directors shall be comprised of the following individual(s):

Martin Cooper

**ARTICLE 5**

**CAPTITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of Voting Common Stock \$.001 par value per share (the "Voting Stock"), and 10,000 shares of Non-Voting Common Stock, \$.001 par value per share (the "Non-Voting Stock").

The holders of the Voting Stock and the Non-Voting Stock shall have identical rights with respect to (i) distributions from the Corporation; (ii) the liquidation of the Corporation; and (iii) all other matters affecting the Corporation, except that the holders of the Non-Voting Stock shall not be entitled to vote on matters affecting the Corporation (except as otherwise provided in Sections 607.1004(4) and 607.1103(6) of the FBCA).

**ARTICLE 6**

**LIMITATION ON DIRECTOR LIABILITY**

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the FBCA, or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article 6 shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

H06000068783 3

H06000068783 3

**ARTICLE 7**

**INDEMNIFICATION**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board of Directors from time to time deem appropriate or advisable.

**ARTICLE 8**

**AMENDMENT**

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida Law.

H06 000068783 3

H06000068783 3

IN WITNESS WHEREOF, the director has executed these Amended and Restated Articles of Incorporation of GOLD COAST ALUMINUM PRODUCTS, INC. on March 16, 2006.

Gold Coast Aluminum Products, Inc.

By: 

Martin Cooper, President

H06000068783 3