

**P9500064239**

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August 15, 1995

Secretary of State  
Corporate Records  
Florida Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

000001563560  
-08/17/95--01058--016  
\*\*\*\*122.50 \*\*\*\*122.50

Re: STEEL COMMUNICATIONS, INC.  
Articles of Incorporation

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Steel Communications, Inc.

Our check in the amount of \$122.50 is enclosed to cover the filing fee and a certified copy. Please return the certified copy in the envelope provided.

Yours truly,

*Karen L. Sami*  
Karen L. Sami  
Secretary

/kls

Enclosures

FILED  
56 AUG 17 AM 9:40  
TALLAHASSEE, FLORIDA

D. BROWN AUG 21 1995

ARTICLES OF INCORPORATION  
OF  
STEEL COMMUNICATIONS, INC.

FILED  
95 AUG 17 AM 9:40  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is STEEL COMMUNICATIONS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To engage in the business of distributing safety signs.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock. Such shares shall be of a single class and shall have no par value per share.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office of the Corporation and the street address of the initial registered office of this corporation is 15588 N. Aviation Loop Drive, Suite 6 & 7, Brooksville, FL 34609. The name of the initial registered agent of this corporation at that address is Ronald B. Steel. The mailing address of this corporation is P. O. Box 4792, Laguna Beach, CA 92652.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The names and addresses of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ronald B. Steel	P. O. Box 4792 Laguna Beach, CA 92652
Marilyn A. Steel	P. O. Box 4792 Laguna Beach, CA 92652

#### ARTICLE VII - INCORPORATOR(S)

The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Ronald B. Steel	P. O. Box 4792 Laguna Beach, CA 92652

#### ARTICLE VIII - PREEMPTIVE RIGHTS

Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or

sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

#### ARTICLE IX - STOCK TRANSFER RESTRICTIONS

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

#### ARTICLE X - AMENDMENT

The Corporation reserves the right to amend or repeal any

provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of August, 1995.

Ronald B. Steel  
RONALD B. STEEL

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of STEEL COMMUNICATIONS, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 8th day of August, 1995.

Ronald B. Steel  
RONALD B. STEEL

STATE OF CALIFORNIA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RONALD B. STEEL, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 8th day of August, 1995.

Jayne Finch  
NOTARY PUBLIC

My commission expires: July 31 1998

