

P98000003751

LAW OFFICE OF
KENNETH B. CRENSHAW, P. A.

SUITE 301
3175 S. CONGRESS AVENUE
PALM SPRINGS, FLORIDA 33461

561
PALM BEACH (407) 439-6100
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TAXATION
REAL ESTATE
ESTATE PLANNING &
ADMINISTRATION

January 8, 1998

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

SUBJECT: IMPACT TINT & SECURITY, INC.

Gentlemen:

Enclosed is the articles of incorporation for the above corporation. We have also enclosed our check in payment of the fees for incorporation.

We have enclosed a copy of the Articles for return of the certificate and certified copy of Articles.

If there is any problem, let me know. Thank you for your gracious and expeditious assistance in this matter.

Sincerely,



KENNETH B. CRENSHAW

KBC:lom
Encls.

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98 JAN 12 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 1/13/98

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TAXATION
REAL ESTATE
ESTATE PLANNING &
ADMINISTRATION

January 13, 1998

SENT VIA FAX ONLY
850-487-6013

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

RE: **IMPACT TINT & SECURITY, INC.**

ATTN: Lisa

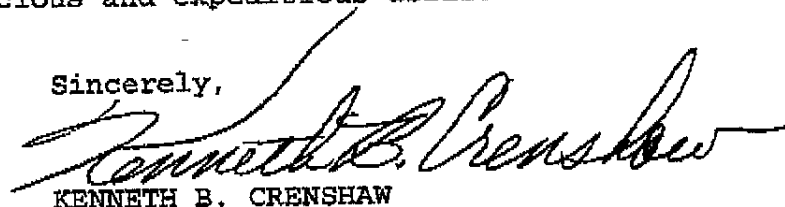
Dear Lisa:

This letter is written following our discussion today, regarding incorporation of the above corporation.

This is to advise that the the original directors and officers of the former corporation, Impact Tint & Security, Inc., Corp. Number: P96000057536, do not intend to reinstate that corporation.

Thank you for your gracious and expeditious assistance in this matter.

Sincerely,



KENNETH B. CRENSHAW

KBC:lom

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ARTICLES OF INCORPORATION

98 JAN 12 PM 2:41

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IMPACT TINT & SECURITY, INC.

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

IMPACT TINT & SECURITY, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS
AND MAILING ADDRESS

140 Mangrove Court
Royal Palm Beach, Florida 33411

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III - DURATION

The Corporation is to exist perpetually, commencing at the time of filing of the Articles of Incorporation by the Secretary of State.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar par value common stock, which shall be designated "Common Stock".

Prepared by:
KENNETH B. CRENSHAW, Esq., F.B.#146340
3175 S. Congress Avenue, Suite 301
Palm Springs, Florida 33461
Telephone (561) 439-6100

ARTICLE V - BOARD OF DIRECTORS

The Corporation shall have at least two Directors initially. The number of Directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but there shall never be less than two Directors. The Names and street addresses of the initial Directors are:

JENNIFER K. INGOLD	1432 White Pine Drive Wellington, Florida 33414
SHIRLEY A. FORBES	140 Mangrove Court Royal Palm Beach, Florida 33411

ARTICLE VI - OFFICERS

The corporation shall have a President, Vice President, and Secretary and Treasurer; the election, powers, and duties of the officers are as provided in the Bylaws.

ARTICLE VII - PREEMPTIVE RIGHTS

Any shareholder, upon the sale of any new issued stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done within issuance of fractional shares) at the price and terms at which it is being offered to others.

ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

SHIRLEY A. FORBES
140 Mangrove Court
Royal Palm Beach, Florida 33411

ARTICLE IX - INCORPORATORS

The names and the street addresses of the incorporators for these Articles of Incorporation are:

JENNIFER K. INGOLD	1432 White Pine Drive Wellington, Florida 33414
SHIRLEY A. FORBES	140 Mangrove Court Royal Palm Beach, Florida 33411

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by any shareholder may not be resold or otherwise transferred to other persons unless first offered to the corporation and then to the remaining shareholders of this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by a by-law of the Corporation.


ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify and save harmless any and all persons who shall serve, or who shall have served at any time as Directors, members, or officers, and their respective heirs, administrators, successors, and assigns from and against any and all expenses, claims or losses of any description, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding which may be asserted against them, or any of them, by reasons of their being or having been directors, members, or officers, except in relation to matters as to which any such director, member or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any Bylaws, agreements, or otherwise.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 31 day of December, 1997.



JENNIFER K. INGOLD



SHIRLEY A. FORBES

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

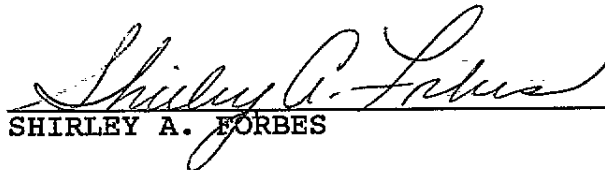
L. The name of the Corporation is:

IMPACT TINT & SECURITY, INC.

2. The name and address of the registered agent and office is:

Shirley A. Forbes
140 Mangrove Court
Royal Palm Beach, Florida 33411

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.


SHIRLEY A. FORBES

12/31/97
Date

FILED
98 JAN 12 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA