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NUMBER(S), (if known):

1. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

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TALLAHASSEE FLORIDA

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**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

8✓

D. WHITE JUN - 7 2001

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
SEATING CONSTRUCTORS USA, INC.**

I, the undersigned incorporator, hereby associate myself and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

**SEATING CONSTRUCTORS USA, INC.**

**ARTICLE II**

The general nature of the business to be transacted by this corporation is to sell or rent bleachers.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks, licenses in State of Florida and in all other states and countries.

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To contract debts and borrow money, issue and seal or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payments of corporate indebtedness as requires.

To purchase the corporate assets of any other corporation and engage in the same other character of business.

To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To become guarantor or surety or any other person, firm, or corporation for any purpose or transaction whatsoever.

To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the corporation.

To enjoy all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

The foregoing shall be constructed as both object and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

### **ARTICLE III**

This corporation shall have perpetual existence unless sooner dissolved by law.

#### **ARTICLE IV**

The corporation shall be capitalized as follows: The total number of shares of common capital stock authorized shall be 1,000 shares of common stock having a par value of \$1.00 per share.

All or any part of said capital stock may be paid for in cash, in property (excepting stock and securities in labor or services or any combination thereof) at a fair valuation to be fixed by the incorporators at a meeting called for such purpose. All stock when issued and fully paid shall be non-assessable. These shares shall be designated "common shares". The Board of Directors is authorized to issue "Section 1244 Stock" as defined in Section 1244 of the Internal Revenue Code.

#### **ARTICLE V**

This corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1). The name and address of the member of the first Board of Directors is:

**PHIL VANDERHIDER JR.**  
**14051 Briardale Ln.**  
**Tampa, FL 33618**

The corporation shall indemnify any and all persons who may serve or who have served at any time as Directors or Officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as Directors or Officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, fines, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such person in connection with the

defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been Directors or Officers or a Director or Officer of the corporation, or of such other corporation, except in relation to matters as to which any such Director or Officer or former Director 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 his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, By-Laws, agreement, vote of stockholders, or otherwise.

#### **ARTICLE VI**

The name and address of the person signing these Articles of Incorporation as incorporator is:

**PHIL VANDERHIDER, JR.  
14051 Briardale Ln.  
Tampa, FL 33618**

#### **ARTICLE VII**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares at the price at which it is offered to others).

#### **ARTICLE VIII**

The street address of the initial principle office of this corporation in the state of Florida is: **14051 Briardale Ln., Tampa, FL 33618**

The name and address of the registered agent of this corporation is:

**Patricia Vanderhider  
14051 Briardale Ln.  
Tampa, FL 33618**

**ARTICLE IX**

From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Florida at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the shareholders of the corporation by these Articles of Incorporation are granted subject to the provisions of this Article IX.

**ARTICLE X**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation, this 30th day of May, 2001.

  
**PHIL VANDERHIDER, JR., Incorporator**

**STATE OF FLORIDA:  
COUNTY OF HILLSBOROUGH:**

I **HEREBY CERTIFY** that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared **PHIL VANDERHIDER, JR.**, to me well known to be the person described as the incorporator, who provided   D/A   as identification, and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State name above this 30th day of May, 2001.



Beverly DeMeza  
Commission # CG 880855  
Expires Oct. 19, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

*Beverly DeMeza*  
**NOTARY PUBLIC, STATE OF FLORIDA**

Beverly DeMeza  
Name typed or printed

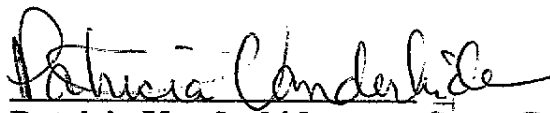
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In purchase of Chapter 48.091, Florida Statutes, the following is submitted, in  
compliance with said Act:

First-That **SEATING CONSTRUCTORS USA, INC.**, a corporation desiring to  
organize under the laws of the State of Florida, with its principle office as indicated in the  
Articles of Incorporation, at City of Tampa, County of Hillsborough, State of Florida has  
named Patricia Vanderhider, address: 14051 Briardale Lane, City of Tampa 33618,  
County of Hillsborough, State of Florida, as its agent to accept service of process within  
this state.

**ACKNOWLEDGEMENT**

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.

  
**Patricia Vanderhider**  
Registered Agent

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