

PD4 000116418

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(City/State/Zip/Phone #)

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(Business Entity Name)

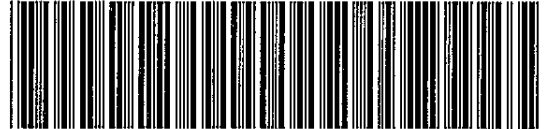
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 AUG 10 PM 2:12

July 27, 2004

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

To whom it may concern,

Enclosed please find the original articles of incorporation for ASELLA, INC., as well as its designation of its registered agent.

Please provide a certified copy at your earliest convenience once you have accepted these articles.

A check for \$78.75 is enclosed to cover the Filing fee, for the Designation of Registered Agent fee, and for a Certified Copy.

Respectfully,

A handwritten signature in black ink, appearing to read "Sam R. Marchand", with a large, stylized flourish at the end.

Sam R. Marchand

Street address
ASELLA, INC.
1650 Hercules Ave. Unit A
Clearwater, FL 33765

Mailing address:
ASELLA, INC.,
1170 Robmar Rd.
Dunedin, FL 34698

ARTICLES OF INCORPORATION

OF

ASELLA, INC

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DIVISION OF CORPORATIONS
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Article I – Name

The name of this corporation is ASELLA, INC.

Article II

Principal place of business and mailing address

Street Address

Asella, Inc.
1650 Hercules Unit A
Clearwater, FL 33765

Mailing Address

Asella, Inc.
1170 Robmar Road
Dunedin, FL 34698

Article III – Purpose

The purpose of this corporation shall be manufacturing and design of equipment and any lawful business not prohibited by the laws of the State of Florida or the United States of America.

Article IV – Capital Stock

This corporation is authorized to issue 100,000 shares of one cent par value common stock.

Article V – Initial Officers

President
Sam Marchand
1170 Robmar Road
Dunedin, FL 34698

Secretary/Treasurer
Susan Marchand
1170 Robmar Road
Dunedin, FL 34698

Article VI- Initial Registered Office and Agent

The street address of the initial registered office is 1650 Hercules Avenue Unit A, Clearwater, Florida 33765. The mailing address of the principal office of this corporation is 1170 Robmar Road, Dunedin, Florida 34698, and the name of the initial Registered Agent and of this corporation at that address is Sam R. Marchand.

Article VII – Incorporator

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one.

The name and address of the director of this corporation is:

Sam R. Marchand
1170 Robmar Road
Dunedin, Florida 34698

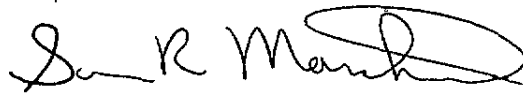
Articles VIII – By-Laws

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

Article IX – Amendments

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment hereto, 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 27 day of July, 2004.



Sam R. Marchand

STATE OF FLORIDA)
) ss.
COUNTY OF PINELLAS)

The foregoing instrument was sworn to and subscribed before me this
27th day of July, 2004, by SAM R. MARCHAND

[] who is personally known to me; or

[☒] who has provided a Florida driver's license as identification.



Signature of Notary
State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted in compliance with said Act:

That Asella, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the city of Clearwater, State of Florida, has named Sam R. Marchand, 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.



Sam R. Marchand

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