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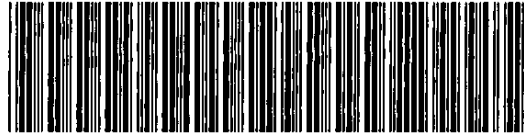
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WD7-38590

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE LAW OFFICE OF STEPHEN R. SHELLEY, PLLC

Attorney and Counselor at Law

317 North Krome Avenue
Homestead, Florida 33030
Telephone: (305) 241-2116
Facsimile: (305) 241-6855
stephenshelley@bellsouth.net

August 14, 2007

Deborah Bruce
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

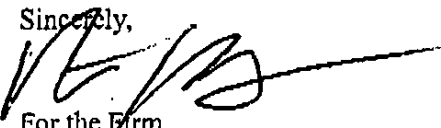
RE: HotShot Powder, LLC; W07000038590

Dear Ms. Bruce:

Pursuant to our telephone conversation I am faxing HotShot Powder, LLC's Amended and Restated Articles of Organization. I am also requesting that the provided filing fee be refunded minus the twenty-five (25) dollar fee for filing the Amended and Restated Articles of Organization or a total refund of \$105.00. Please return a copy (non-certified) of the Restated and Amended Articles of Organization with the refunded filing fee to Stephen R. Shelley, PLLC, 317 North Krome Avenue, Homestead, Florida 33030.

Should you need additional information or have any question please contact the firm at (305) 247-2116. Thank you for your assistance in this matter.

Sincerely,


For the Firm,
Stephen R. Shelley, Esq.

cc: Client
File

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 8, 2007

LAW OFFICE OF STEPHEN R. SHELLEY, PLLC
ATTN: STEPHEN R. SHELLEY, ESQ.
317 NORTH KROME AVENUE
HOMESTEAD, FL 33030

SUBJECT: HOTSHOT POWDER, LLC
Ref. Number: W07000038590

We have received your document for HOTSHOT POWDER, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

This document was previously filed on August 3, 2007.

To receive a refund, please submit a written request to the attention of the undersigned. Be sure to include the name of the person or entity the check should be made payable to and the address to which it should be mailed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Document Specialist

Letter Number: 207A0004864

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TALLAHASSEE, FLORIDA

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THE LAW OFFICE OF STEPHEN R. SHELLEY, PLLC

Attorney and Counselor at Law

317 North Krone Avenue
Homestead, Florida 33030
Telephone: (305) 241-2116
Facsimile: (305) 241-6855
stephenshelley@bellsouth.net

July 30, 2007

Florida Secretary of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

TO: Registration Section
Division of Corporations

RE: HOTSHOT POWDER, LLC

Gentlemen:

Enclosed for filing is an original, plus one copy, of the Articles of Organization for the above-named limited liability company, together with our check in the amount of \$130.00 to cover the filing fees. Please file these Articles and return a copy to this office in the envelope which has been provided.

Should you have any questions or problems, please do not hesitate to contact the undersigned.

Sincerely,


For the Firm,
Stephen R. Shelley, Esq.

cc: Client
File

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
HOTSHOT POWDER, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for purposes of becoming a limited liability company under the laws of the State of Florida, providing for formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I - NAME AND PLACE OF BUSINESS

The name of the limited liability company shall be HOTSHOT POWDER, LLC and its principal office shall be located at 248 NW 9th Avenue, Homestead, Florida 33030, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be the same as the principal address stated above.

ARTICLE II - PURPOSE

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business related to painting, powder coating, general application of coatings, removal of coatings, sand blasting and all other forms of business and activities ordinarily related thereto.
2. In general, to carry on any and all incidental business; to have and exercise all powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To acquire in any manner, enjoy, utilize, hold, sell, assign, lease or dispose of, letters patent of the United States or any Foreign Country, patents, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks, and trade names or pending applications therefore, relating to or useful in connection with any business of the Company or any other business association in which the Company may have an interest as stockholder or otherwise.
6. To manufacture, purchase or otherwise acquire, and to own, sell assign and transfer or otherwise dispose of, and to invent, trade, deal in and with goods, wares, merchandise, and other personal property of every class and description related to the business of the Company.

7. To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies of the United States and in foreign countries, without restrictions as to place or amount.

8. To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges and franchises, or for any other lawful purpose of its organization; to issue Bonds, Promissory Notes, Bills of Exchange, Debentures, and other obligations and evidences of indebtedness payable at a specified time or payable upon the happening of a specified event, whether secured by mortgage or unsecured, for money borrowed or in payment for property purchased or acquired, or any other lawful objects.

9. To hold, purchase and convey real and personal property and to mortgage or lease the same, regardless of said property's location.

10. To construct, reconstruct, alter and remove any building or buildings situated on any real estate owned in fee by the Company or by others, or held under lease of contract or otherwise by this Company or by any other persons, association or corporation.

11. To acquire by purchase, subscription or otherwise, and to hold for investment, and to hold, own, sell, vote, and handle shares of stock in other corporations related to the business.

12. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

13. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of their limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers. The above several clauses may be further modified or expanded by the parties Operating Agreement.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

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ARTICLE III - EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV- MANAGEMENT

This limited liability company shall be managed by two (2) managers. The name and address of the persons who shall serve until the first annual meeting of members and a successor is elected and qualified is as follows:

WILLIAM R. REA
248 NW 9th Avenue
Homestead, FL 33030

SEAN FLETCHER
248 NW 9th Avenue
Homestead, FL 33030

ARTICLE V - MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of the members and only in the manner prescribed in the Regulations of the company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 317 North Krome Avenue, Homestead, Florida 33030, and the name of the company's initial registered agent at that address is Stephen R. Shelley, Esq.

ARTICLE VII - DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE V - EFFECTIVE DATE

The effective date of the company shall be July 27, 2007.

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TALLAHASSEE, FLORIDA

The undersigned being one of the original members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of HotShot Powder, LLC.

Executed by the undersigned at Homestead, Florida on this 31 day of July, 2007.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

William R. Rea

Typed or printed name of signer


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S..


STEPHEN R. SHELLEY, ESQ.**FILED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA