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ACCOUNT NO. : 072100000032

REFERENCE : 569992 11580A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 31, 2000

ORDER TIME : 11:36 AM

ORDER NO. : 569992-005

CUSTOMER NO: 11580A

8000003115898--5
-01/31/00--01083--011
*****78.75 *****78.75

CUSTOMER: Frank Grey, Esq
HOBBY GREY & REEVES
HOBBY GREY & REEVES
5709 Tidalwave Drive

New Port Richey, FL 34652

DOMESTIC FILING

NAME: Z LITE ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

10-2730
PH 1/31/2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 31 AM 9:30

RECEIVED
00 JAN 31 PM 2:50
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 31, 2000

CSC NETWORKS

SUBJECT: Z LITE ENTERPRISES, INC.
Ref. Number: W00000002730

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 31 AM 9:30

RESUBMIT
Please give original
submission date as file date.

We have received your document for Z LITE ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of 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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 900A00004570

RECEIVED
00 FEB - 1 PM 4:36
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 31 AM 9:30

ARTICLES OF INCORPORATION
OF

Z LITE ENTERPRISES, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the Laws of the State of Florida, pursuant to Chapter 607, Florida Statutes, and execute the following:

ARTICLE I. CORPORATE NAME

The name of the corporation shall be:

Z LITE ENTERPRISES, INC.

and the principal place of business shall be located at 8069 33rd Avenue North, St. Petersburg, Pinellas County, Florida 33710.

ARTICLE II. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles with the Secretary of State.

ARTICLE III. GENERAL PURPOSES

The purpose of this Corporation is to engage in the manufacturing and engineering of camping equipment and in any lawful business permitted under the Laws of the State of Florida and the United States.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time is 100,000 shares of common stock, with an initial issuance of 1000 shares having a par value of \$1.00 per share.

Authorized stock may be paid for in cash, past services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V. PRE-EMPTIVE SHARE

The shareholders of the Corporation shall have the pre-emptive right to acquire, pro rata, unissued or treasury shares of the Corporation or securities of the Corporation, convertible into or carrying the right to subscribe to or acquire shares.

Such shares or securities may be issued by the Corporation from time to time for money, any property, or past services, in addition to authorized shares, and the pre-emptive right of any shareholder shall be determined by the ratio shares of which he or she is the holder to all authorized and issued shares. The prices, terms, and conditions therefor shall be fixed by the Board of Directors.

Before publicly or privately selling or offering to sell any additional shares of its common stock, or any stock, bonds, debentures, or other securities convertible into common stock, the corporation shall first offer to all of the holders of its common stock the right to purchase a pro-rata portion of such common stock or such securities convertible into common stock.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The Registered Agent and the street address of the initial Registered office of this Corporation shall be:

ROBERT M. BLYTHE
8069 33rd Avenue North
St. Petersburg, Florida 33710

The Board of Directors, from time to time, may designate any other address and place for the registered office of this corporation.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have four (4) directors 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).

ROBERT M. BLYTHE 8069 33rd Avenue North
St. Petersburg, Florida 33710

TRENT SIMPSON 470 East May Valley Lane
Fenton, Missouri 63026

JACQUELINE S. FOTHERGILL 9275 Ft. Sumter Lane
St. Louis, Missouri 63126

SANDRA LYNN STAUFFER 1004 Prairieview
Rantoul, Illinois 61866

ARTICLE VIII. INCORPORATORS

The names and addresses of the Incorporator of these Articles of Incorporation are:

1. TRENT SIMPSON 470 May Valley Lane
 Fenton, Missouri 63026

ARTICLE X. NAME OF OFFICERS

The names of the officers who are to manage the affairs of the Corporation until the first election under the Articles of Incorporation are:

PRESIDENT:	TRENT SIMPSON
VICE PRESIDENT	ROBERT M. BLYTHE
SECRETARY:	ROBERT M. BLYTHE
TREASURER:	ROBERT M. BLYTHE

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE XII. BY-LAWS

The By-Laws shall be made, amended, or rescinded from time to time as therein provided.

ARTICLE XIII. STOCK

The initial issuance of stock shall be as follows:

- | | |
|-----------------------------|------------|
| 1. ROBERT M. BLYTHE | 490 Shares |
| 2. TRENT SIMPSON | 490 Shares |
| 3. JACQUELINE S. FOTHERGILL | 10 Shares |
| 4. SANDRA LYNN STAUFFER | 10 Shares |

ARTICLE XIV. RIGHT OF FIRST REFUSAL

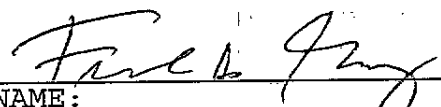
The Corporation shall have the right of first refusal to any shareholder who desires to sell his shares or portions thereof, the compensation for which shall be fixed by the Board of Directors.

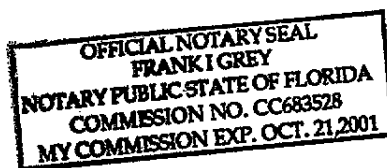
IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation this 22 day of December, 1999.


TRENT SIMPSON

STATE OF FLORIDA)
COUNTY OF PASCO)

Before me, the undersigned Notary Public, personally appeared TRENT SIMPSON, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who did not take an oath, () who is personally known to me, or (☒) who furnished for identification the following: ILLINOIS DENVER'S
LICENSE, and who acknowledged before me that he subscribed his name to these Articles of Incorporation on the 22nd day of December, 1999.


NAME:
Notary Public, State of Florida
My Commission Expires:



(ART-INC)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 31 AM 9:31


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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That **Z LITE ENTERPRISES, INC.** desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at:

has named: **ROBERT M. BLYTHE**
located at: **8069 33rd Avenue North,
St. Petersburg, Florida 33710**

as its agent to accept service of process within the State of Florida.


TRENT SIMPSON
TITLE: PRESIDENT

DATE: DECEMBER 22, 1999.

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the property and complete performance of my duties.


ROBERT M. BLYTHE
Resident Agent

DATE: DECEMBER 22, 1999.