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Requester's Name

40 SE 83 Street  
Pompano Beach, FL 33073

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-03/30/00-01089-015  
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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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

Examiner's Initials OR 4/4

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
Petrific, INC.

ARTICLE I - NAME

The corporate name and style of this Corporation shall be PETRIFIC, INC.

ARTICLE II- DURATION AND COMMENCEMENT OF EXISTENCE

The said Corporation shall commence on the date of filing with the Secretary of State.  
The said Corporation is to have perpetual existence unless dissolved according to law.

ARTICLE III- PURPOSE

The objects for which said Corporation is formed and incorporated are as follows:

1. To transact in any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.
2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenants in common or otherwise, and selling or otherwise disposing of the same, or any part thereof, or interest therein.
3. To issue bonds, debentures, or obligations of the Corporation, from time to time, for any of the objects or purposes of this Corporation, and to secure them by mortgages, or deed or deeds of trust, or pledge or lien on any or all of the real and personal property, rights privileges, and franchises of the Corporation whatsoever situated, acquired and to be acquired, and to sell or otherwise dispose of any or all of them, all in such manner and upon such terms as the Board of Directors may deem proper.
4. To lend or advance money or give credit to such persons, firms or corporations on such terms as may seem expedient and in particular to customers and others having dealings with the Corporation, and to give guarantees or to become security for any such persons.

5. To make and enter into all kinds of contracts, agreements, and operations by or with any person or persons, corporation or corporations; to acquire and undertake all or any part of the business assets and liabilities of any person or firm, association or corporation in connection therewith; to take, acquire, purchase, hold or rent, lease, sell, exchange, mortgage, improve, renovate, develop and otherwise deal in and dispose of any and all property, real and personal, of every description incidental to or capable of being used in connection with the aforesaid business or any of them.
6. To purchase or otherwise acquire and hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock and bonds, debentures or other evidences of indebtedness created by any other corporation or corporations, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon.
7. To purchase our own stock, when permitted by the laws of the State in which we are doing business; to guarantee dividends on our own stock, and the stock of other corporations.
8. To do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or appear conducive to or expedient for the protection or benefit of the Corporation, either as holders of or interest in any property, or otherwise.
9. To have and to possess all powers of a corporation granted by laws of the State of Florida, whether herein specifically set out or not.
10. To acquire (for cash or in exchange for its assets or securities or otherwise), operate, dispose of, and otherwise deal and engage in any lawful business or activity for which corporations may be organized under the laws of Florida.

#### ARTICLE IV - CAPITAL STOCK

The total number of shares of all classes which the Corporation shall have authority to issue is 22,000,000 of which 2,000,000 shares shall be Preferred Shares, par value \$.10 per share, and 20,000,000 shall be Common Shares, par value \$.001, and the designations, preferences, limitations and relative rights of the shares of each class are as follows:

## 1. Preferred Shares.

The Corporation may divide and issue the Preferred Shares in series. Preferred Shares of each series when issued shall be designated to distinguish it from the shares of all other series. The Board of Directors is hereby expressly vested with authority to divide the class of Preferred Shares into series and to fix and determine the relative rights and preferences of the shares of any such series so established to the full extent permitted by these Articles of Incorporation and the laws of the State of Florida in respect to the following:

- (a) The number of shares to constitute such series, and the distinctive designations thereof;
- (b) The rate and preference of dividends, if any, the time of payment of dividends, whether dividends are cumulative and the date from which any dividend shall accrue;
- (c) Whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption;
- (d) The amount payable upon shares in event of involuntary liquidation;
- (e) The amount payable upon shares in event of voluntary liquidation;
- (f) Sinking fund or other provisions, if any, for the redemption or purchase of shares;
- (g) The terms and conditions on which shares may be converted, if the shares of any series are issued with the privilege of conversion;
- (h) Voting powers, if any; and
- (i) Any other relative rights and preferences of shares of such series, including, without limitation, any restriction on an increase in the number of shares of any series theretofore authorized and any limitation or restriction of rights or powers to which shares of any further series shall be subject.

## 2. Common Shares.

(a) The rights of holders of Common Shares to receive dividends or share in the distribution of assets in the event of liquidation, dissolution or winding up of the affairs of the Corporation shall be subject to the preferences, limitations and relative rights of the Preferred Shares authorized in the resolutions which may be adopted from time to time by the Board of Directors of the Corporation providing for the issuance of one or more series of the Preferred Shares.

(b) The holders of the Common Shares Shall be entitled to one vote for each share of Common Shares held by them of record at the time for determining the holders thereof entitled to vote.

Cumulative voting shall not be permitted by this Corporation.

## ARTICLE V - INITIAL BOARD OF DIRECTORS/INCORPORATOR

The affairs and management of our said Corporation shall be under the control of our Board of Directors consisting of not less than one (1) nor more than seven (7) directors. The initial Board of Directors shall consist of: Shelley M. Smith, 140 SE 8<sup>th</sup> Street, Pompano Beach, Florida 33062.

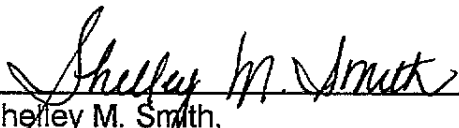
## ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial office of this corporation and agent is: Shelley M. Smith 140 SE 8<sup>th</sup> Street, Pompano Beach, Florida 33062

## ARTICLE VII- INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles Of Incorporation this 24th day of March 2000.

  
\_\_\_\_\_  
Shelley M. Smith,  
Incorporator, Director and Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Pursuant to section 48.091 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said Sections:

PETRIFIC, Inc. desires to organize under the Laws of the State of Florida with its registered office as indicated in the Articles of Incorporation, at 140 SE 8<sup>th</sup> Street, Pompano Beach, Florida 33073, and has named Shelley M. Smith, located at 140 SE 8<sup>th</sup> Street, Pompano Beach, Florida 33073, as its Agent to accept service of process within this State.

**CONSENT OF REGISTERED AGENT**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with provisions of said Section relative to keeping open said office.

  
Shelley M. Smith