

P00000108334

LAW OFFICES  
Kulatz & Dobbins, P.A.

Member: NTSB Bar Assoc.  
Florida Aviation Law Comm.

Suite 4R

The Trial Lawyers Building  
633 S.E. Third Avenue  
Fort Lauderdale, FL 33301  
(954) 527-0002  
FAX: (954) 524-5143  
EMAIL: kdavlaw@aol.com

November 16, 2000

Florida Division of Corporations  
Attn: New Filings  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Better Power Supply, Inc.  
Incorporation

FILED  
00 NOV 17 AM 10:03  
SECRET OF STATE  
TALLAHASSEE, FLORIDA

Gentlemen:

300003472343--4  
-11/21/00--01040--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

I am submitting new articles for filing together with a check to cover the necessary fees for your consideration.

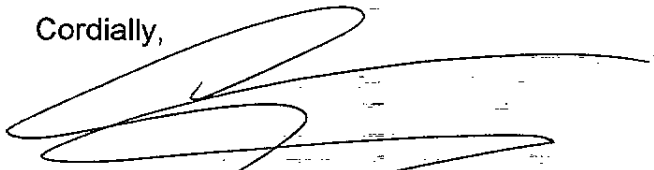
Please file the enclosed Articles of Incorporation for Better Power Supply, Inc. at your earliest convenience upon receipt.

I have enclosed two copies of the articles so that you will have one to return to me with the "date stamp" of the division evidencing the filing of the papers. Also enclosed is a stamped envelope for your use in sending back the return copy with the division "date filed" stamp on it.

I do not require a certified copy, but it is important to get the filing done as soon as practicable.

Thanks for your help with this incorporation.

Cordially,



Conrad S. Kulatz, Esq.

For the Firm.

W6101500/K-31333

11/21

**ARTICLES OF INCORPORATION**  
**OF**  
**Better Power Supply, Inc.**

**FILED**  
00 NOV 17 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

Better Power Supply, Inc.

The principal place of business of this corporation shall be 1575 W. Commercial Blvd.  
Hangar 34, Fort Lauderdale, Florida 33309.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00

per share.

#### **ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation shall be 633 S.E. Third Avenue, Suite 4R, Fort Lauderdale, Florida 33301, and the name of the initial resident agent of the corporation at that address is Attorney Conrad S. Kulatz, Esquire at Kulatz & Dobbins, P.A.

#### **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. CORPORATE INDEMNIFICATION PLAN**

The corporation will indemnify any person:

(1) Who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by, or in the right of, the corporation) by reason of the fact that he is or was a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise against such costs and expenses, and to the extent and in the manner provided in Florida Statute 607.014;

(2) Who was or is a party, or is threatened to be made a party, to any threatened,

pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise against such costs and expenses, and to the extent and in the manner provided in Florida Statute 607.014. The extent, amount, and eligibility for the indemnification provided herein will be made by the Board of Directors. Said determinations will be made by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding or by the shareholders by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit, or proceeding.

The corporation will have the power to make further indemnification as provided in Florida Statute 607.014(6) except to indemnify any person against gross negligence or willful misconduct.

The corporation is further authorized to purchase and maintain insurance for indemnification of any person as provided herein and to the extent provided in Florida Statutes 607.014(8) and 607.014(9).

#### **ARTICLE VII. PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of the issue bears to the total number of shares held by all shareholders including shares of shareholders who do not exercise their preemptive rights. He shall pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms, and conditions of the issue of shares, and inviting him to exercise his preemptive rights. The intended result being that each shareholder shall have the opportunity to purchase sufficient shares of any issue, to keep the same share holding ratio to the total outstanding shares he enjoyed before the issue.

#### **ARTICLE VIII. PERSONAL LIABILITY**

The shareholders of this corporation shall have no personal liability for the debts of this corporation.

#### **ARTICLE IX. DIRECTORS**

This corporation shall have One (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law. The name and address of the initial Director of the Corporation is:


Donald Lewandowski  
1575 W. Commercial Blvd. Hangar 34  
Fort Lauderdale, Florida 33309

**ARTICLE X. SUBSCRIBER**

The name and street address of the subscriber to these Articles of Incorporation is:

Donald Lewandowski  
1575 W. Commercial Blvd. Hangar 34  
Fort Lauderdale, Florida 33309

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on the  
16 day of November, 2000.

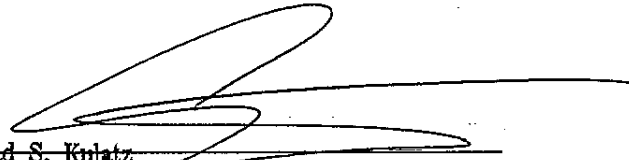
  
Donald Lewandowski

STATE OF FLORIDA     )  
                                  ) ss.  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 16 day of  
November, 2000 by Donald Lewandowski who is personally known to me and who did take  
an oath.


My Commission Expires:



  
Conrad S. Kulatz  
Commission # CC 94024 Notary Public  
Expires July 11, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

Having been named as registered agent for the above-stated corporation, I hereby agree  
to act in this capacity, and I further agree to comply with the provisions of all statutes  
relative to the proper and complete performance of my duties and I accept the duties and  
obligations of Section 607.0505, Florida Statutes, as amended.

November 16, 2000

  
Conrad S. Kulatz, Esquire  
Kulatz & Dobbins, P.A.