

Stanley, Dehlinger & Rascher

Attorneys at Law
1361 Bedford Drive, Suite 101
Melbourne, Florida 32940
(321) 242-1770 • Fax (321) 242-1074

Frederic "Ric" Stanley, Jr.

Daniel S. Liebowitz, P.A.

Altamonte Springs Office

(407) 682-6200

(407) 682-3536 • Fax

P00000114863

December 7, 2000

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

500003495435--9
-12/11/00--01126--016
****122.50 *****78.75

Re: Articles of Incorporation – SMG COATINGS, INC.

Dear Sir/Madam:

Enclosed please find the following for filing:

1. Check in the amount of \$122.50.
2. Original and one (1) copy of Articles of Incorporation.
3. Self-addressed, stamped envelope for return of certified Articles of Incorporation.

FILED
00 DEC 11 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the enclosed and return a certified copy to this office in the provided envelope.

If you have any questions concerning the enclosed, or require any further information, please do not hesitate to contact this office.

Sincerely,



Charlotte King
Legal Assistant at Stanley, Dehlinger & Rascher

Enclosures

g 12/15

ARTICLES OF INCORPORATION

OF

SMG COATINGS, INC.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Corporation shall be:

SMG COATINGS, INC.

The address of this Corporation shall be:

3430 Greenville Street
Cocoa, Florida 32926

ARTICLE II
DURATION

The Corporation shall exist perpetually until dissolved according to law.

ARTICLE III
NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV
AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 7,500 shares of Common Stock having a par value of \$1.00 per share.

FILED
00 DEC 11 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1361 Bedford Drive
Melbourne, FL 32940

The name of the initial registered agent of this Corporation at that address shall be:

Frederic Stanley, Jr.

ARTICLE VI
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII
DIRECTORS NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Crystal Tillotson
3430 Greenville Street
Cocoa, Florida 32926

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows: _

Crystal Tillotson
3430 Greenville Street
Cocoa, Florida 32926

ARTICLE IX
SPECIAL PROVISIONS

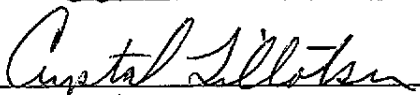
The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefore.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Melbourne, Florida, for the uses and purposes aforesaid, this 7 day of December, 2000.


Incorporator

STATE OF FLORIDA
COUNTY OF ~~SEMINOLE~~ Brevard

Before me personally appeared Crystal Tillotson, who is personally and/or who has produced identification, known to me and who has taken an oath, and who executed the foregoing Articles of Incorporation, and

who freely and voluntarily acknowledged before me according to law that (s)he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Florida 32714, this 27th day of December 2000.



Daniel S. Liebowitz
MY COMMISSION # CC831580 EXPIRES
April 29, 2003
BONDED THRU TROY FAIN INSURANCE CO.

Notary Public, State of Florida
at Large
My Commission Expires:

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

FILED
00 DEC 11 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, SGM COATINGS, INC. having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1361 Bedford Drive, Melbourne, FL 32940 has named Frederic Stanley, Jr., located thereat as its registered agent to accept service of process within this state.

By:

Incorporator

Having been named as registered agent to accept service of process for the above stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By:

Registered Agent