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FLORIDA PROFTT CORPORATION OR P.A.

ECLIPSE SCREENS OF FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

ECLIPSE SCREENS OF FLORIDA, INC.

ARTICLE I - NAME

The name of the corporation is Eclipse Screens of Florida, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office of Eclipse Screens of Florida, Inc., shall be 2857 N.E. 26th Street, Ft. Lauderdale, Florida 33305.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in the business of maintaining distribution agreements for the sale of window screens in the State of Florida and Latin America and any other purpose authorized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue only one class of stock which shall be designated "Common Stock". The total number of shares it is authorized to issue is Five Hundred (500) shares of Ten Dollar (\$10.00) par value Common Stock. Two Hundred Fifty (250) shares shall be issued to Michael D. O'Keeffe and Two Hundred Fifty (250) shares to Markus von der Goltz, his partner.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be

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either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the officers and directors of this corporation are:

Michael D. O'Keeffe
President/Treasurer
2857 N.E. 26th Street
Ft. Lauderdale, Florida 33305

and

Markus von der Goltz
Vice President/Secretary
781 Crandon Blvd.
Apt. 1004
Key Biscayne, Florida 33149

ARTICLE VII - INITIAL REGISTERED AGENT

The name of the Initial Registered Agent is Gary M. Freedman, Esquire, whose street address is c/o Tabas, Freedman & Soloff, P.A., 25 S.E. 2nd Avenue, Suite 919, Miami, Florida 33130.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Markus von der Goltz
Vice President/Secretary
781 Crandon Blvd.
Apt. 1004
Key Biscayne, Florida 33149

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI - INDEMNIFICATION

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

ARTICLE XII - INDEMNIFICATION

The corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under Florida law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of May, 2001.

Eclipse Screens of Florida, Inc.

Markus von der Goltz
Markus von der Goltz, Incorporator

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

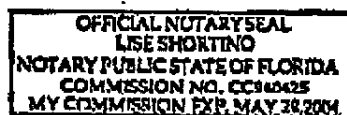
} ss:

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Markus von der Goltz, known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 14th day of May, 2001.

Q. M. Hatto
Notary Public, State of Florida,
at Large

My Commission Expires:



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

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Eclipse Screens of Florida, Inc., desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation at Miami-Dade County, Florida, has named Gary M. Freedman, Esquire, located at c/o Tabas, Freedman & Soloff, P.A., 25 S.E. 2nd Avenue, Suite 919, Miami, Florida 33131, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


GARY M. FREEDMAN, ESQUIRE
REGISTERED AGENT

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