

# P01000050880

5/8/2001

DEPT. OF STATE  
DIVISION OF CORPORATIONS  
P.O. Box 6327  
Tallahassee, FL. 32314

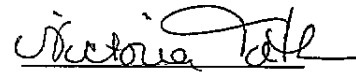
Attached is: Application for a Profit Corporation  
Check in the amount of \$78.75  
(Filing fee 35.00 - Designation of registered Agent 35.00 - Certificate of  
status 8.75)

ECXELL COATINGS SOUTH, INC.  
Contact; Victoria Toth (321) 427-5350

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-05/15/01--01008--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

If there is any problem please call me

Thank You

  
Victoria Toth

FILED  
01 MAY 14 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*gys/22*

**ARTICLES OF INCORPORATION  
OF  
ECXELL COATINGS SOUTH, INC.**

**FILED**  
01 MAY 14 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is ECXELL COATINGS SOUTH, INC.

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

**ARTICLE III - PURPOSES**

This corporation is organized for the purposes of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ten thousand (10,000) shares at \$.01 par value, common stock, which shall be designated "Common Shares".

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

**ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that which he already hold, 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 VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address for the initial registered office of this corporation is 6002 Turtle Bch. Ln., Cocoa Beach, FL. 32931, and the name of the initial registered agent of this corporation at that address is Victoria Toth.

## **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of the corporation are: Victoria Toth of 6002 Turtle Bch. Ln., Cocoa Bch., Fl. 32931, Chris E. Mecker, of 673 Washington Ave., Cape Canaveral, FL. 32920

## **ARTICLE IX - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office is 6002 Turtle Bch. Ln., Cocoa Beach, Florida 32931, and is the same address as the initial registered agent of the corporation as contained in Article VII of these Articles of Incorporation.

## **ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles is: Victoria Toth of 6002 Turtle Bch. Ln., Cocoa Beach, Florida 32931

## **ARTICLE XI - BYLAWS**

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

## **ARTICLE XII - CALLING OF SPECIAL MEETINGS**

Special meetings of shareholders may be called by the Board of Directors of this Corporation.

## **ARTICLE XIII - SHAREHOLDER QUORUM AND VOTING**

Fifty-One Percent (51%) 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 Fifty-One (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## **ARTICLE XIV - INDEMNIFICATION**

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

## ARTICLE XV - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Corporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE XVI - RESTRICTIONS OF TRANSFER OF STOCK

Shares of the stock of this corporation shall be issued initially to the following persons in the amount set forth opposite their name:

Victoria Toth - Ten Thousand Shares (10000),

Shares held by the initial stockholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

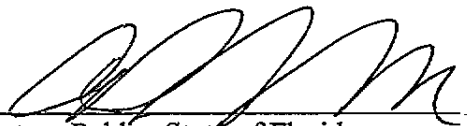
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9<sup>th</sup> day of May, 2001.




Victoria Toth  
6002 Turtle Bch. Ln.  
Cocoa Beach, Florida 32931

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing Article of Incorporation was acknowledged before me this 9<sup>th</sup> day of May, 2001 by VICTORIA TOTTH, who is personally know to me or who has produced a Florida Driver's License as identification.



Notary Public, State of Florida  
Charles P. Mullecker  
Commission # CC 995682  
Expires March 9, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.



Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provisions of my duties, and am familiar with and accept the obligations of my position as registered agent.

Date 5/8/01

Victoria Toth  
Victoria Toth  
6002 Turtle Bch. Ln.  
Cocoa Beach, Florida 32931

**FILED**  
01 MAY 14 PM 3:31  
SECRETARY OF STATE  
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