

TRANSMITTAL LETTER

P02000036902

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

600005176876--4  
-03/29/02--01042--029  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Central Protection International Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

**EFFECTIVE DATE**  
03-25-02

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

<input checked="" type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>			

FROM: Stuart Bonch H  
Name (Printed or typed)

5141 Teak Wood Drive  
Address

Dayles FL 34114  
City, State & Zip

941-272-2858  
Daytime Telephone number

02 MAR 29 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
**FILED**

NOTE: Please provide the original and one copy of the articles.

04-04-03

**ARTICLES OF INCORPORATION OF  
COASTAL PROTECTION INTERNATIONAL, INC.**

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.

FILED  
02 MAR 29 PM 2: 49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I – NAME**

The name of the corporation shall be: COASTAL PROTECTION INTERNATIONAL, INC.

**ARTICLE II – PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The street address and mailing address of the initial registered office of the corporation shall be: 5141 Teak Wood Drive, Naples, FL 34119.

**ARTICLE III – NAME AND ADDRESS OF INITIAL REGISTERED AGENT**

The name and address of the initial Registered Agent for the corporation shall be: G. Stuart Burchill, 5141 Teak Wood Drive, Naples, FL 34119.

**ARTICLE IV – NATURE OF BUSINESS**

**EFFECTIVE DATE**  
03-25-02

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

**ARTICLE V – CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE VI – INITIAL DIRECTORS/OFFICERS**

The name and address of the initial officers of the corporation shall be: G. Stuart Burchill, President, 5141 Teak Wood Drive, Naples, FL 34119.

The name and address of the initial Board of Directors shall be: G. Stuart Burchill, Director, 5141 Teak Wood Drive, Naples, FL 34119.

There shall never be more than six or less than one directors of the corporation.

**ARTICLE VII – NAME AND ADDRESS OF INCORPORATOR**

The name and address of the Incorporator of this corporation is: G. Stuart Burchill, 5141 Teak Wood Drive, Naples, FL 34119.

**ARTICLE VII – EFFECTIVE DATE**

The effective date of these Articles of Incorporation is March 25<sup>th</sup>, 2002.

**ARTICLE VII – SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.



ARTICLE VIII – TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IX – LIMITATION OF LIABILITY

Each director, stockholder, and officer, in consideration for his services, shall, in the absence of fraud, be indemnified whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his having been a director, stockholder, or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder, or officer may be entitled to as a matter of law.

ARTICLE X – SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or persons' firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

In witness whereof, the undersigned has hereunto set his hand and seal on this 28th day of March, 2002.

Incorporator:

  
C. Stuart Burchill

**DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT**

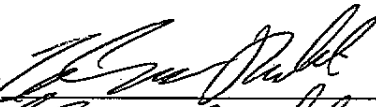
The following is submitted in compliance with the laws of the State of Florida.

COASTAL PROTECTION INTERNATIONAL, INC. a corporation organizing under the laws of the State of Florida, with its principal office located at 5141 Teak Wood Drive, Naples, FL, 34119, has named G. Stuart Burchill as its agent to accept service of process within this State.

**ACCEPTANCE**

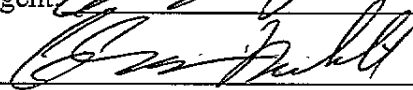
Having been named as registered agent to accept service of process for the above stated corporation the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature of Registered Agent:



Date: 3/28/02

Signature of Incorporator:



Date: 3/28/02