CAPICAL CONNECTION, INC. 417 E. Vi sinia Steet, Suite 1 • Tallahassee, Florida 32301 (850) 64-8870 1-800-342-8062 • Fax (850) 222-1292

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<u>~</u>	Cert. Copy			
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	Driving Record			
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	UCC 11 Retrieval			

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ARTICLES OF INCORPORATION

OF

STANDARD HAMILTON COMPANY, 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.

ARTICLE I. NAME

The name of this corporation is STANDARD HAMILTON COMPANY, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of filing of Articles of Incorporation by the Department of State.

ARTICLE III. GENERAL PURPOSE

This corporation is organized for the purpose of manufacture, marketing and sale of pick-up truck accessories and for the purpose of transacting or engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or 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 which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. INITIAL BUSINESS OFFICE AND REGISTERED OFFICE AND AGENT

The street address of the initial business office and registered office of this corporation is:

1648 Taylor Road, #514 Port Orange, FL 32128 and the name of the initial registered agent of this corporation at this address is:

RICHARD C. BLUMENSTEIN

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

NAME

ADDRESS

RICHARD C. BLUMENSTEIN

1997 Ardmor Drive Daytona Beach, FL 32128-6901

ARTICLE VIII. SUBSCRIBERS

The name and street address of the subscribers to these Articles of Incorporation is as follows:

NAME

<u>ADDRESS</u>

RICHARD C. BLUMENSTEIN

1997 Ardmor Drive
Daytona Beach, FL 32128-6901

ARTICLE IX. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 24th day of September, 2002.

RICHARD C. BLUMENSTEIN, Subscriber

STATE OF FLORIDA COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared RICHARD C. BLUMENSTEIN, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 24 day of September, 2002.

Notary Public State of Florida
Glenn L. Nye

Typed Name of Notary
Commission No.

My Commission Expires:

Personally Known ___ OR Produced Identification ___

Type of Identification Produced ___



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscriber of STANDARD HAMILTON COMPANY, INC., hereby designates the following individual as registered agent for this corporation:

RICHARD C. BLUMENSTEIN

RICHARD C. BLUMENSTEIN, Subscriber

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of STANDARD HAMILTON COMPANY, INC..

DATED this 24th day of September, A.D. 2002.

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