

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## To:

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## From:

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Account Number : 073737003060  
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**FILED**

**Nov 26, 2002 08:00 AM**  
**Secretary of State**

**FLORIDA PROFIT CORPORATION OR P.A.****Spectrum Industries International, Inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
SPECTRUM INDUSTRIES INTERNATIONAL, INC.

**FILED**  
**Nov 26, 2002 08:00 AM**  
**Secretary of State**

ARTICLE I. NAME

The name of this corporation is Spectrum Industries International, Inc.,

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall have the authority to issue is as follows:

A. 10,000 shares of voting common stock having a par value of \$.01 per share which shall be designated "Common Shares", and 10,000 shares of non voting stock, which shall be designated "Class B Shares" having a par value of \$.01 per share.

B. In the event of dissolution, whether voluntary or involuntary, liquidation, distribution of assets, or winding up of the corporation, all assets and funds remaining shall be distributed to the holders of the Class B Shares.

C. All dividends, if any, shall be distributed to the holders of the Class B Shares.

ARTICLE V. PRE-EMPTIVE RIGHTS

The shareholders of the corporation shall have no pre-emptive right to acquire unissued or treasury shares of the corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 240 S.W. 18th Court, Pompano Beach, FL 33060 and the name of the initial registered agent of this corporation at that address is John S. Borsai. The principal office and registered office are identical.

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ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the sole member of the initial Board of Directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
John S. Borsi	240 S.W. 18th Court Pompano Beach, FL 33060

ARTICLE VIII. INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
John S. Borsi	240 S.W. 18th Court Pompano Beach, FL 33060


ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 subscriber has executed these Articles of Incorporation this 26 day of November, 2002.

  
John S. Borsi

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.

  
John S. Borsi, Registered Agent

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