

P03000018645

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

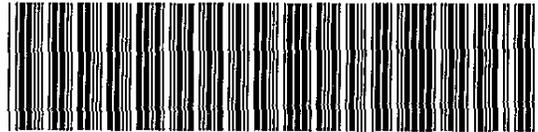
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



700012207587

U2/17/03--01007--026 \*\*78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 FEB 17 AM 9:12

FILED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 FEB 17 AM 9:11

RECEIVED

*gxe 2/17*

OFFICE USE ONLY(DOCUMENT #)

**LAZARUS CORPORATE FILING SERVICE**

**3320 S.W. 87 AVENUE**

**MIAMI, FLORIDA (305)552-5973**

**TERESA ROMAN ( TALLAHASSEE REPRESENTATIVE)**

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. S.B.S. PRODUCTS, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in   
  Pick up time 2:00   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION**

**OF**

**S.B.S. PRODUCTS, INC.**

FILED  
03 FEB 17 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I**  
**Name**

The name of this corporation is S.B.S. PRODUCTS, INC.

**Article II**  
**Principal Office Address**

The principal office and the mailing address of the Corporation is located at: 7601 East Treasurer Drive, PH 224, North Bay Village, Florida 33144.

**Article III**  
**Nature of Business**

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

**Article IV**  
**Term of Existence**

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**Article V**  
**Capital Stock**

This corporation is authorized to issue 6,000 shares as follows: 3,000 shares of common stock with \$0.10 par value which shall be designated "Common Shares," and 3,000

shares with \$0.10 par value which shall be designated "Non Voting Shares." The terms of each class of shares shall be determined pursuant to the By-Laws of the corporation as adopted by the Board of Directors.

**Article VI**  
**Pre-Emptive Rights**

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, 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 of the initial registered office of this corporation is 7601 East Treasurer Drive, PH 224, North Bay Village, Florida 33144, and the name of the initial registered agent of this corporation at that office is Marco Stilli.

**Article VIII**  
**Incorporator**

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

Marco Stilli	7601 East Treasurer Drive PH 224 North Bay Village, Florida 33144
--------------	---

**Article IX**  
**Initial Board of Directors**

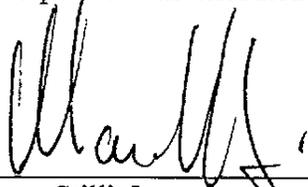
This corporation shall have at least one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Name:	Address:
Marco Stilli	7601 East Treasurer Dr., PH 224 North Bay Village, Florida 33144
Anselm Beatson	Via Cagnola 7 20154 Milano, Italy
Aldo Specogna	Via Roma 13/11 33044 Manzano (Udine) Italy

**Article X**  
**Indemnification**

This corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

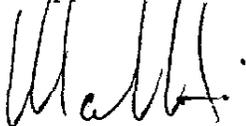
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of February, 2003.

  
\_\_\_\_\_  
Marco Stilli, Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of s607.0501, Florida Statutes, the undersigned corporation, organized pursuant under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The undersigned, Marco Stilli, Registered Agent, hereby accepts the designation of registered agent for this corporation and agrees to serve in such capacity in compliance with all applicable Florida Statutes.



\_\_\_\_\_  
Marco Stilli, Registered Agent

FILED  
03 FEB 17 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA