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## FLORIDA PROFIT/NON PROFIT CORPORATION

premier batteries, inc.

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**ARTICLES OF INCORPORATION**  
**OF**  
**PREMIER BATTERIES, INC.**

The undersigned Subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be:

PREMIER BATTERIES, INC.

**ARTICLE II - PRINCIPAL OFFICE OR MAILING ADDRESS**

The initial principal office and mailing address of the corporation shall be:

5591 N.W. 72nd Avenue  
Miami, Florida 33166

**ARTICLE III - TERM OF EXISTENCE**

This corporation shall exist perpetually, and corporate existence shall commence with the filing of these Articles.

**ARTICLE IV - NATURE OF BUSINESS**

This corporation may transact or engage in any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, 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 One Thousane (1,000) shares of common stock, having a par value of \$1.00 per share.

**ARTICLE VI - ADDRESS**

The street address of the initial registered office of the corporation shall be 5591 N.W. 72nd Avenue, Miami, Florida 33166, and the name of the initial registered agent of the corporation at that address is ROBERT CASTELLANOS.

Prepared by:  
Michael G. Bass, Esq.  
Fla. Bar No. 269141  
Michael G. Bass, P.A.  
8900 S.W. 107th Avenue, Suite 206  
Miami, Florida 33176  
(305) 595-9300

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**ARTICLE VII - SPECIAL PROVISION**

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

**ARTICLE VIII - PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash, of 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 or her prorata share thereof at the price at which it is offered to others.

**ARTICLE IX - DIRECTORS**

This corporation shall have two directors initially. The names and addresses of the initial members of the Board of Directors are:

ROBERT CASTELLANOS  
5591 N.W. 72nd Avenue  
Miami, Florida 33166

and

JOSE DIEGO  
5591 N.W. 72nd Avenue  
Miami, Florida 33166

**ARTICLE X - OFFICERS**

The name and address of the initial officers of the corporation, who shall hold office for the first year of the corporation, or until their successors are elected or appointed, is:

PRESIDENT  
ROBERT CASTELLANOS  
5591 N.W. 72nd Avenue  
Miami, Florida 33166

and

VICE-PRESIDENT  
JOSE DIEGO  
5591 N.W. 72nd Avenue  
Miami, Florida 33166

**ARTICLE XI - INCORPORATORS**

The names and addresses of the Incorporators and Subscribers to these Articles of Incorporation

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are:

ROBERT CASTELLANOS  
5591 N.W. 72nd Avenue  
Miami, Florida 33166

and

JOSE DIEGO  
5591 N.W. 72nd Avenue  
Miami, Florida 33166

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ARTICLE X - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 15th day of May, 2007.

  
ROBERT CASTELLANOS

  
JOSE DIEGO

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 15th day of May, 2007, by ROBERT CASTELLANOS and JOSE DIEGO, who are personally known to me or who have produced *FLA. Driver's License* identification.

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:



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**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

We, ROBERT CASTELLANOS and JOSE DIEGO, desiring to organize and qualify as a corporation under the laws of the State of Florida, with its principal business at the City of Miami, State of Florida, have named Robert Castellanos, located at 5591 N.W. 72nd Avenue, Miami, Florida 33166, as its Agent to accept service of process within Florida.

PREMIER BATTERIES, INC.

Dated May 15, 2007

By:   
ROBERT CASTELLANOS

By:   
JOSE DIEGO

Having been named to accept Service of Process for the above-stated corporation at the place designated in this Certificate, I hereby 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.

Dated May 15, 2007

By:   
ROBERT CASTELLANOS

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