

1/3/2019

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Florida Department of State
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Email Address: mark@solxenergy.com

**FLORIDA PROFIT/NON PROFIT CORPORATION
SOLX ENERGY INTERNATIONAL, INC.**

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**ARTICLES OF INCORPORATION
OF
SOLX ENERGY INTERNATIONAL, INC.**

The undersigned, Darrin R. Schutt, Esq., files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

I. NAME:

The name of this Corporation shall be: **SOLX ENERGY INTERNATIONAL, INC.**

II. BUSINESS:

The general nature of the business and business to be transacted are as follows: To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida of the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

III. SHARES:

The authorized capital stock of this Corporation shall consist of **ONE HUNDRED MILLION (100,000,000)** shares of stock, both common and preferred, with an initial par value of SEVENTEEN CENTS (\$.17 US) per share. These initial shares of common and preferred stock are defined by the terms and conditions as set forth in the Shareholders Agreement of the Corporation, and divided as follows:

- 1) **CLASS A COMMON STOCK:** This Class of Common Stock shall number **EIGHTY-FIVE MILLION TWO HUNDRED AND**

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NINETY-FOUR THOUSAND ONE HUNDRED AND EIGHTEEN (85,294,1188).

- 2) **CLASS B PREFERRED STOCK:** This Class of Preferred Stock shall number **FOURTEEN MILLION SEVEN HUNDRED AND FIVE THOUSAND EIGHT HUNDRED AND EIGHTY-TWO (14,705,882).** This **CLASS B PREFERRED STOCK** has a limited right of preferential treatment for dividends and, per the Shareholders Agreement, will convert to **CLASS A COMMON STOCK** no later than December 31, 2022.

IV. EXISTENCE

The corporation shall have perpetual existence.

V. PRINCIPAL OFFICE, MAILING ADDRESS AND REGISTERED AGENT:

The street address of the Corporation's initial principal office is **1007 N.E. 7th Terrace, Suite 5, Cape Coral, Florida 33991.**

The Corporation's mailing address is **1007 N.E. 7th Terrace, Suite 5, Cape Coral, Florida 33991.**

The registered agent for the Corporation is Darrin R. Schutt, Esq., whose address is 12601 New Brittany Boulevard, Fort Myers, Florida 33907.

VI. DIRECTORS and OFFICERS:

The Corporation shall have not less than three (3) directors, as provided by the By-Laws. The Directors shall hold office for one year, or until their successors have been duly elected and qualified. The initial Directors (and if an officer, as designated) are:

MARK CRABTREE (P)
1007 N.E. 7th Terrace, Ste. 5
Cape Coral, Florida 33991

SEAN CAMPBELL (VP)
1007 N.E. 7th Terrace, Ste.
Cape Coral, Florida 33991

KURT ORTHMANN
1007 N.E. 7th Terrace, Ste. 5
Cape Coral, Florida 33991

CHRIS MICALLIEF
1007 N.E. 7th Terrace, Ste. 5
Cape Coral, Florida 33991

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DAVID PARSONS
1007 N.E. 7th Terrace, Ste. 5
Cape Coral, Florida 33991

ROGER SHENTON
1007 N.E. 7th Terrace, Ste. 5
Cape Coral, Florida 33991

IAN COGLE
1007 N.E. 7th Terrace, Ste. 5
Cape Coral, Florida 33991

SCOTT BATAGLINI
1007 N.E. 7th Terrace, Ste. 5
Cape Coral, Florida 33991

VII. INCORPORATOR:

The name and address of the initial incorporator of the Corporation is Darrin R. Schutt, Esq., 12601 New Brittany Boulevard, Fort Myers, Florida 33907.

VIII. GENERAL PROVISIONS:

(a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.


(b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States, and any applicable Shareholder Agreement.

(d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

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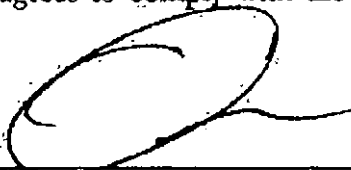
SUBSCRIBED at Fort Myers, Florida, this 21st day of January, 2018.



Darin R. Schutt, Esq.
Incorporator

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes.



Darin R. Schutt



January 4, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SCHUTT LAW FIRM, P.A.

SUBJECT: SOLX ENERGY, INC.
REF: W19000000822

We have received your document for SOLX ENERGY, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is M17000004011.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

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Regulatory Specialist II

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