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IB9403

FROM: Melinda A. Lehoczký  
6156 9th Ave. Cir. NE  
Bradenton, FL 34202

TO: Florida Department of State  
Jim Smith  
Secretary of State  
DIVISION OF CORPORATIONS  
P. O. Box 6327 - Tallahassee  
Florida 32314

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\*\*\*\*\*  
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SUBJ.: Registration of New Corporation.  
Your letter about Name Availability:  
894A00049524, Nov. 14, 1994  
by Mr. Patrick Carney  
Reservation Number: R94000005425

200001415812  
-02/27/95--01035--001  
\*\*\*\*\*22.50 \*\*\*\*\*22.50

The name of the Corporation shall be:  
General Power Engineering International, Inc.

Articles of Corporation, enclosed.

Registered Agent statement enclosed.

Filing fee: Florida Corporation:	\$25.00
Registered Agent, Certificate:	\$6.00
Other, Stock Value fees, etc.:	\$69.00
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Total fees enclosed:	\$100.00

RECEIVED 10 AM 11:13

Sincerely

Melinda A. Lehoczký  
Melinda A. Lehoczký

EFFECTIVE DATE

FEB 9 1995

File - 2-10-95

789  
612  
634  
671 - 521-11

R94-5425

1-19-95  
695-1570



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 23, 1995

MELINDA A. LEHOCZKY  
6156 9TH AVE. CIR. N.E.  
BRADENTON, FL 34202

SUBJECT: GENERAL POWER ENGINEERING INTERNATIONAL, INC.  
Ref. Number: W95000001570

We have received your document for GENERAL POWER ENGINEERING INTERNATIONAL, INC. and your check(s) totaling \$100.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

THERE IS A BALANCE DUE OF \$22.50 FOR A CERTIFIED COPY TO BE RETURNED TO YOU. REFER TO FEE SCHEDULE ATTACHED.

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 (904) 487-6931.

Steven Godfrey  
Corporate Specialist

Letter Number: 195A00002703

ARTICLES OF INCORPORATION  
OF  
General Power Engineering International, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: General Power Engineering International, Inc.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3 Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To engage in business and technical advisory activities and the manufacture, import, export and marketing of technical and consumer goods.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$10.00 per share.

Article 5. Initial Registered Office and Agent.—& principal office. The street address of the initial Registered Office of the Corporation is 6156 9th Ave. Cir. NE, Bradenton, Florida 34202, and the name of its initial Registered Agent at that address is MELINDA A. LEHOCZKY.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Director of the Corporation is as follows:

EFFECTIVE DATE

FEB 9 1995

Name  
Melinda A. Lehoczky

Address  
6156 9th Ave. Cir. NE.  
Bradenton, Florida 34202

Article 7. Incorporator. The name and address of the Incorporator is as follows:

Name  
Melinda A. Lehoczky

Address  
6156 9th Ave. Cir. NE.  
Bradenton, Florida 34202

Article 8. Amendment. These Articles may be amended at any time by the affirmative vote of eighty percent (80 %) of the shares of the Corporation entitled to vote thereon.

Article 9. Amendment. Indemnification. The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

Article 10. Pre-emptive Rights. Each Shareholder of this Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Stockholder who does not exercise it and pay for the share pre-empted within thirty (30) days after receipt of a written notice from the Corporation stating the prices, terms and conditions of the issue of shares, and inviting

the Shareholder to exercise this pre-emptive rights. This right may also be waived by a written waiver signed by the Shareholder.

Article 11. Rights of Intial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 12. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by the majority of the Shareholders.

Article 13. Commencement of Corporate Existence. In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

Article 14. Meetings by Conference Telephone.- Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law but regular meetings of the Board of Directors must be attended in fact in person by each Director.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Corporation on this 9 day of February, 1995. By execution hereof, the below signed accepts the duties as registered agent.

Melinda A. Lehoczky  
MELINDA A. LEHOCZKY  
Incorporator & Registered Agent.

STATE OF FLORIDA )  
COUNTY OF MANATEE )

Before ~~me~~ personally appeared MELINDA A. LEHOCZKY, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 9th day of February, 1995, Melinda A. Lehoczky whom is personally known to me and who did not take an oath.

Gina M. Zadra Gina M. Zadra - Notary Public  
Notary Public, State of Florida at Large,  
My commission expires: \_\_\_\_\_

(SEAL)

GINA M. ZADRA  
Notary Public, State Of Florida  
My Comm. Expires Dec. 10, 1996  
Comm. No. CC245571

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Y95000015128

Melka, Inc.  
311 8th Street East  
Bradenton, FL 34208

City/State/Zip

Phone #

Office Use Only

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

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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\*\*\*\*\*43.75 \*\*\*\*\*43.75

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

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

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment NC
<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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR 25 AM 9:06

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

96 MAR 25 AM 9:06

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

General Power Engineering International, Inc.  
(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article 1. Name      Change name from above to Melka, Inc.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: January 1, 1996



**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_,"  
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 8 of March, 19 96

Signature Melinda Lehoucq  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

\_\_\_\_\_  
Typed or printed name

\_\_\_\_\_  
Title