

P95000018102

MEMORANDUM

TO: Department of State
FROM: Nancy J. Neff
DATE: February 16, 1995
SUBJECT: Incorporation

1000001411271
-02/21/95--01060--009
***122.50 ***122.50

Enclosed please find a copy of the Articles of Incorporation for Black Diamond Industries of Orlando, Inc as well as a check in the amount of One Hundred Twenty-Two dollars and fifty cents.

RECEIVED
DEPARTMENT OF STATE
FEB 16 1995
5:40 PM

SDK

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W95-1025



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 22, 1995

NANCY J. NEFF
1512 WARNER DR.
CHULUOTA, FL 32766

SUBJECT: BLACK DIAMOND INDUSTRIES OF ORLANDO, INC.
Ref. Number: W95000004025

We have received your document for BLACK DIAMOND INDUSTRIES OF ORLANDO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

You must list at least one incorporator with a complete business street address.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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: 395A00007999

Articles of Incorporation

Black Diamond Industries of Orlando, Inc.

The undersigned, being a natural person, does hereby act as incorporator in adopting the following articles of incorporation for the purpose of organizing a stock corporation pursuant to the provisions of the Florida Business Corporation Act.

Article One

The name of the corporation (herein after called the corporation) is Black Diamond Industries of Orlando, Inc. Its business address shall be 1512 Warner Drive, Chuluota, FL, 32766.

Article Two

The duration of the corporation shall be perpetual.

Article Three

The purpose for which the corporation is organized, which shall include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation Act. To have, in furtherance of the corporate purposes, all of the powers conferred upon business corporations organized under the Florida Business Corporation Act.

Article Four

The total number of shares of capital stock which the corporation has authority to issue is 50,000 shares of common stock with \$0.10 par value.

The following is a description of the stock of the corporation.

1. With respect to voting powers, except as otherwise required by the laws of the State of Florida, the holders of common stock shall possess all voting powers for all purposes including, by way of illustration and not of limitation, the election of directors.

Article Five

The post office address of the initial registered office of the corporation in the State of Florida is 1512 Warner Drive, Chuluota, FL, 32766. The name of the county in the state of Florida in which the said registered office of the corporation is Seminole.

The name of the initial registered agent of the corporation at such address is Nancy J. Neff. Her business office shall be 1512 Warner Drive, Chuluota, FL, 32766.

Article Six

The number of directors constituting the initial Board of Directors of the corporation is one (1).

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The names and addresses of the persons who are to serve as members of the initial Board of Directors of the corporation are as follows:

| Name | Address |
|-------------------------------|------------------------------------|
| Nancy J. Neff Incorporator | 1512 Warner Dr, Chuluota, FL 32766 |

Article Seven

The provisions for the regulation of the internal affairs of the corporation shall be as set forth in the bylaws.

Signed on

February 17, 1995

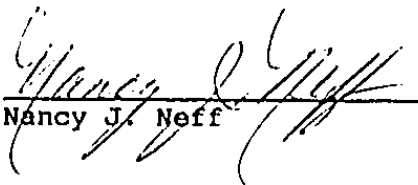
Nancy J. Neff
Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, Having been named in Article Five of the foregoing Articles of Incorporation as Initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the Corporation.

DATED this 17 day of February, 1995,

REGISTERED AGENT:


Nancy J. Neff

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