

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191 FAX

CSC networks

Mail To:
P.O. Box 5028
Tallahassee, FL 32314

800-342-8086

P95000022480

ACCOUNT NO. : 072100000032

REFERENCE : 561636 --- 80697A

AUTHORIZATION : *[Signature]*

COST LIMIT : 2 PPD

ORDER DATE : March 16, 1995

ORDER TIME : 1:49 PM

ORDER NO. : 561636

CUSTOMER NO: 80697A

CUSTOMER: Diana Ross, Legal Asst
ADLER TOLAR & ADLER

Suite 4
1700 Northeast 26th Street
Fort Lauderdale, FL 33305

8000001482113
-03/16/95--01068--032
****131.25 ****131.25

DOMESTIC FILING

P95000022480

NAME: BLACK EAGLE, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

(H, same)

[Signature]

3-21-95

04/A/AC1

FILED
95 MAR 17 PM 9:07
TALLAHASSEE, FL 32310
SEC. OF STATE

6045-5984
789.612,671



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

RECEIVED
CORPORATION DIVISION
MARCH 17 1995

March 17, 1995

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: BLACK EAGLE, INC.
Ref. Number: W95000005981

Resubmit

We have received your document for BLACK EAGLE, INC. and your check(s) totaling \$131.25. 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.

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) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 095A00012004

This correction was not made.

RECEIVED
MARCH 17 PM 4:14
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
BLACK EAGLE, INC.

FILED
95 MAR 17 PM 9 07
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is BLACK EAGLE, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida; which purpose shall include, but not be limited to environmental equipment manufacturing, distribution and restaurant operations.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of common stock with Ten Dollars (\$10.00) par value per share, which shall be designated "Common Shares."

ARTICLE V

Section 1.

Dividends: The directors may declare and pay dividends upon

the Common Shares.

Section 2.

Rights Upon Liquidation or Dissolution: In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3.

Voting Rights: Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI

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 prorata 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

The street address of the initial principal office of this

corporation is:

200 East Hemmingway Circle
Margato, Florida, 33063

and the name of the initial Registered Agent of this corporation
is:

GERHARD MAIR

whose address is:

Rio Mar Apt/Hotel
2901 Rio Mar Street
Fort Lauderdale, Florida, 33301

ARTICLE VIII

This corporation shall have three (3) directors initially.
The number of directors may be either increased or decreased from
time to time by the By-Laws, but shall never be more than three (3)
or less than one (1). The names and addresses of the initial
directors of this corporation are:

Johannes G. Reichart
200 East Hemmingway Circle
Margate, Florida, 33063

Adelheid Reichart
200 East Hemmingway Circle
Margate, Florida, 33063

Gerhard Mair
Rio Mar Apt/Hotel
2901 Rio Mar Street
Fort Lauderdale, Florida 33304

ARTICLE IX

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

GERHARD MAIR
Rio Mar Apt/Hotel
2901 Rio Mar Street
Fort Lauderdale, Florida 33304

ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors acting alone and in the shareholders acting alone, except that only the shareholders shall have the power to adopt, alter, amend or repeal By-Laws effecting restrictions on the sale, transfer or other disposition of any corporation stock.

ARTICLE XII

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite

his name:

JOHANNES G. REICHART	26 Shares
ADELHEID REICHART	25 Shares
GERHARD MAIR	49 Shares

All shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to this corporation or, upon refusal, to the remaining shareholders. The price and terms at which and the time within which such shares may be offered and sold and, further, specifically to whom offered and any exceptions thereto, shall be specified in detail in the By-Laws of this corporation.

The adoption, alteration, amendment or repeal of any By-Law dealing with transfer of stock shall require a unanimous vote of the shareholders of the corporation.

ARTICLE XIII

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shareholders represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIV

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation; however, a unanimous vote of the shareholders is required to amend or repeal any provisions contained in these Articles of Incorporation regarding the restrictions on ownership, transfer, sale or other disposition of stock.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of January, 1995.

Gerhard Mair
GERHARD MAIR

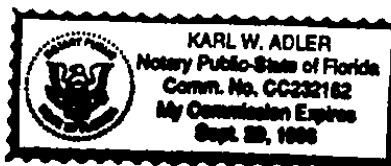
STATE OF FLORIDA)

COUNTY OF BROWARD)

THE FOREGOING instrument was acknowledged before me this 20TH day of January, 1995, by GERHARD MAIR, who produced a Florida Driver's License as identification and who did/did not take an oath.

Karl W. Adler
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS
AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.S.:

BLACK EAGLE, INC., organized under the laws of the State of Florida, with
its principal office at 200 East Hemmingway Circle, Margate, Florida has
named Gerhard Mair, whose address is Rio Mar Apt/Hotel, 2901 Rio Mar Street,
Ft. Lauderdale, Florida 33304 as its Agent to accept service of process within
the State.

NEWLY ELECTED OFFICERS:

<u>Name & Title</u>	<u>Address</u>
President: Johannes G. Reichart	200 E Hemmingway Circle Margate, Florida 33063
Secretary	
Treasurer: Adelheid Reichart	200 E Hemmingway Circle Margate, Florida 33063
V President: Gerhard Mair	2901 Rio Mar Street Fort Lauderdale, Florida

NEWLY APPOINTED DIRECTORS:

Johannes G. Reichart
Adelheid Reichart
Gerhard Mair

I agree, as Registered Agent, to accept service of process; to keep
office open during prescribed hours; to post my name in some conspicuous
place in office as required by law.


GERHARD MAIR/Registered Agent

FILED
95 MAR 17 20 9 07
SECRET
TALLAHASSEE, FLORIDA