

P95000030199

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

200001455912  
-04/13/95--01066--002  
\*\*\*122.50 \*\*\*122.50

SUBJECT: South Florida Window Graphics Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00

☐ \$78.75

☒ \$122.50

☐ \$131.25

FROM:

Brian Fischer

Name (printed or typed)

1268 Gondola Court

Address

Boynton Beach FL 33426

City, State & Zip

(707) 735-3734

Daytime Telephone number

FILED  
95 APR 13 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DMC  
4/18/95

NOTE: Please provide the original and one copy of the articles

To Whom it May Concern

Please note EIN #

65-0570748 has been

issued to South Florida

Window Graphics Inc.

**FILED**

**ARTICLES OF INCORPORATION** 95 APR 13 PM 12:10  
of  
South Florida Window Graphics, Inc. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be: South Florida Window Graphics, Inc.

**ARTICLE II DURATION**

This Corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of State.

**ARTICLE III PURPOSE**

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

**ARTICLE IV PRINCIPAL OFFICE**

The street address of the initial principal office of this corporation shall be:

1268 Gondola Court  
Boynton Beach, Florida 33426

**ARTICLE V SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any time is: FIVE THOUSAND (5000). Common shares of the par value of One Dollar (\$1) per share.

## ARTICLE VI PREEMPTIVE RIGHTS

A. The Corporation elects to have preemptive rights with respect to its shares.

B. Except as otherwise provided in this Article IV no holder of any shares of the Corporation shall, solely by reason of his, her or its capacity as such shareholder, have any preemptive right whatsoever.

C. Subject to the provisions of Paragraph E of this Article VI. The holders of The Corporation's shares shall have the preemptive right, exercisable within 30 days after receipt of notice from the Corporation to such holders (and the Corporation shall be required to give such notice), to acquire (ratably, according to the ratio of (i) the number of shares held by each holder (ii) the number of shares then outstanding) any shares of any class of the Corporation hereafter issued or sold, any warrants, options or other rights to subscribe for, purchase or otherwise acquire any such shares hereafter issued or sold, and any securities convertible into or exchangeable for any shares, at the book value per share of each then outstanding share of the Corporation as shown on the fiscal year-end financial statements of the Corporation for the fiscal year immediately preceding the date of such notice. These shares shall be issued for cash, past services to corporation, promises to perform services to corporation (evidenced by a written contract), or by promissory note.

D. Any securities offered to holders of the Corporation's shares pursuant to their preemptive rights and not purchased by them may be issued by the Corporation in any lawful manner within 90 days after the expiration of the 30-day period referred to in Paragraph C of this Article VI; provided, however, that the price, terms and conditions shall not be more favorable to the purchaser than those offered to the holders of the Corporation's shares pursuant to Paragraph C of this article VI. Any issuance or share of such securities after the expiration of such 90-day period shall again be subject to this Article VI.

E. No preemptive right shall exist with respect to (i) the issuance or sale of securities of the Corporation issued upon exercise, conversion or exchange of any warrant, option or other right to security which itself was, when issued, subject to the provisions of this Article VI; or (ii) any preemptive rights exclusion provided for in the Florida Business Corporation Act, or successor statute.

F. No security that is subject to this Article VI shall be issued until compliance in full with the provisions hereof, and any security purportedly issued without such compliance in full shall be null and void; provided, however, that such security shall nevertheless be considered to be validly issued if after the date of issuance there is subsequent compliance with the provisions of the Article VI, or waiver of compliance by affected shareholders of the Corporation.

G. To the extent not inconsistent with this Article VI, the provisions of the Florida Business Corporation Act, or successor statute, shall be applicable to the preemptive rights hereby created.

### **ARTICLE VII REGISTERED AGENT**

The name and street address of the corporations initial registered office and the name of its initial registered agent at that office is:

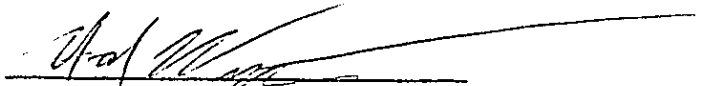
Brian Fischer  
1268 Gondola Court  
Boynton Beach, Florida 33426

### **ARTICLE VIII INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

**Hal L. Winter**  
3650 East Sandpiper Drive #2  
Boynton Beach, Florida 33436

The undersigned incorporator has executed these Articles of Incorporation this 7th day of April, 1995.

  
Hal L. Winter

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

95 APR 13 PM 12:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: SOUTH Florida Window Graphics, inc.

2. The name and address of the registered agent and office is:

BRIAN FISCHER  
(Name)

1268 CONDOCA COURT  
(P.O. Box not acceptable)

BOYNTON BEACH, FLORIDA 33436  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Brian Fischer  
(Signature)