# 7960000 28809

Attorney at Law 850 Fifth Avenue South P.O. Box 1126 Nuples, Florida 33940 813-643-1550 Telecopice 813-262-8515

March 26, 1996

Florida Secretary of State Division of Corporations P.O. Box 6327 409 East Gaines Street Tallahassee, Florida 32314 900001760099 -03/27/96--01093--009 \*\*\*\*122.50

Ro:

PyroTech International, Inc.

Ladies & Gentlemen:

You will find enclosed 2 sets of Articles of Incorporation for PyroTech International, Inc. for filing, together with a check for \$122.50 in payment of the following:

Filing Fees Certified Copy Registered Agent Designation

\$35.00 52.50

35.00 \$122.50

When these have been filed, please return a certified copy to me at the above address. Thank you for your assistance.

Sincere1v

Alan B. Fields

ABF:hs

Enclosures

2 Sets of Articles Check

A.B. Fields

GAVE

AUTHORIZATION BY PHONE TO

CORRECT R. A. Address

DATE 4/3/90

DOC. EXAM.

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PyroTech International, Inc.

The undersigned, for the purpose of creating all or poration under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

#### ARTICLE I - NAME

The name of the Corporation shall be PyroTech International, Inc.

#### ARTICLE II - DURATION

The duration of the Corporation is perpetual, unless sooner dissolved by the officers or shareholders as provided for by the laws of Florida.

# ARTICLE III - PRINCIPAL OFFICE

The principal office of the Corporation shall be at 850 Fifth Avenue South, Naples, Florida 33940

## ARTICLE IV - PURPOSES AND POWERS

The purpose of the Corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida

# ARTICLE V - AUTHORIZED STOCK

The Corporation is authorized to issue one thousand (1,000,000.00) shares of stock with a par value of one-tenth of one cent (\$0.001). Such stock shall be of a single class.

## ARTICLE VI - REGISTERED AGENT

The initial Registered Agent is Alan B. Fields. The initial Registered Office of the Corporation is 850 Fifth Avenue South, Naples, FL 33940. The Registered Agent and the Registered Office may be changed by the Board of Directors at any time.

#### ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the initial Board of Directors of the Corporation are as follows:

John A. Smith

850 Fifth Avenue South Naples, Florida 33940 Jamos Franzon

687 Caribbean Rd. Satellite Beach, FL 32937

Alan B. Fiolds

850 Fifth Avenue South Naples, Florida 33940

Loren McGee

1302 S.W. 20th Avenue Deerfield Beach, FL 33442

#### ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Alan B. Fields 850 Fifth Avenue South Naples, Florida 33940

# ARTICLE IX - AFFILIATED TRANSACTIONS

The Corporation, pursuant to Section 607.108(5)(a) Florida Statutes, expressly elects not to be covered by Section 607.108 Florida Statutes, pertaining to Affiliated Transactions.

# ARTICLE X - INDEMNIFICATION

The Corporation shall have the authority to indemnify any current or former officer, director, employee or agent in its Bylaws, by agreement with such officer, director, employee or agent as authorized by the Board of Directors, or as otherwise permitted by Florida law. The Corporation, pursuant to Section 607.014(9) Florida Statutes, exercises its right in these Articles of Incorporation to forbid court ordered indemnification of its officers, directors, employees and agents other than (i) pursuant to an express agreement between the officer, director, employee or agent and the Corporation or (ii) in situations where indemnification is mandatory under Section 607.014(3) Florida Statutes or (iii) in a suit by or in the right of the Corporation where an officer or director has been adjudged liable and the Board of Directors has recommended indemnification, but owing to the restrictions of Section 607.014(2) Florida Statutes is unable to authorize such indemnification. Should a court of competent jurisdiction hold that this limited restriction is ineffective or impermissible under the statute, the foregoing shall be interpreted to restrict all court ordered indemnification under Section 607.014(9).

IN WITNESS WHEREOF, the undersigned Incorporator does hereby execute these Articles of Incorporation on March 28, 1996.

Alan B. Fields, Incorporator

### ACKNOWLEDGEMENT

# STATE OF FLORIDA

#### COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this will day of March, 1996 by Alan B. Fields (-) who is personally known to me or [] who has produced as identification and who did not take an oath.

[Seal]

NOREEN L BRADFIELD
My Commission CC327800
Expice Nov. 01, 1997
Donded by HAI
600-422-1858

Typed or Printed Name

Title or Rank

Scrial Number, if Any

## ACCEPTANCE BY REGISTERED AGENT

I, Alan B. Fields, hereby accept the appointment as Registered Agent for PyroTech International, Inc. and acknowledge my acceptance below with my signature below, as of March /:8, 1996.

Registered Agent

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SECRETARY OF STATE
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