

P96000029350

*Albert C. Eaton*  
*Attorney and Counselor at Law*  
337 North Ferncreek Avenue  
Orlando, Florida 32803

Telephone  
(407) 843-8100

March 28, 1996

Telecopier  
(407) 897-6986

100001762821  
-03/29/96--01060--007  
\*\*\*122.50 \*\*\*122.50

Secretary of State  
Division of Corporations  
ATTENTION: Domestic Charter  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation  
American Solar Technologies, Inc.

Dear Sir:

Enclosed are original and one copy of the Articles as above captioned, and our check in the amount of \$122.50, representing:

Filing Fee	\$35.00
Resident Agent Designation	\$35.00
Certified Copy	\$52.50

When the Articles have been processed, we would appreciate the return of the certified copy to our attention.

Thank you for your consideration in this matter.

Sincerely,



Albert C. Eaton

ACE/as  
Enclosures

DMC  
4/4/96

FILED  
96 MAR 29 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

AMERICAN SOLAR TECHNOLOGIES, INC.

FILED  
96 MAR 29 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being a natural person, competent to contract and for the purpose of forming a corporation for profit under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I

NAME

The name of the Corporation is:

AMERICAN SOLAR TECHNOLOGIES, INC.

ARTICLE II

CORPORATION DURATION

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE OR PURPOSES

The purpose or purposes for which this Corporation is organized are to engage in any or all lawful business or trade which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on and as permitted under the Florida General Corporation Act.

ARTICLE IV  
CAPITALIZATION

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class designated as "Common Stock" and shall have a par value of TEN DOLLARS (\$10.00) per share.

Six hundred (600) shares of stock shall be issued to the Incorporator and the balance of Four hundred (400) shares shall remain in the Corporation or as otherwise designated by the Board of Directors.

ARTICLE V  
REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered agent of the Corporation is 1209 Delaware Avenue, Kissimmee, Florida 34744, and the name of its initial registered agent at such address is PAUL A. HURLEY. The street address of the initial principal office of the Corporation is 1924 Premier Row, Orlando, Florida 32809.

ARTICLE VI  
DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Paul A. Hurley	1209 Delaware Avenue, Kissimmee, FL 34744,

ARTICLE VII

INCORPORATORS

The name and address of the incorporator is:

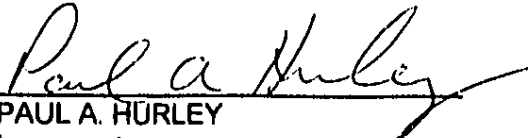
Name

Address

Paul A. Hurley

1209 Delaware Avenue, Kissimmee, FL 34744

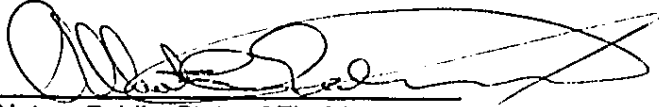
Executed by the undersigned at Orlando, Orange County, Florida, on the 22<sup>nd</sup> day of March, 1996.

  
PAUL A. HURLEY  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments and oaths, personally appeared PAUL A. HURLEY, who is personally known to me or who has produced N/A as identification, who did not take an oath, who executed the foregoing and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

22<sup>nd</sup> WITNESS MY HAND and official seal in the County and State aforesaid, this day of March, 1996.

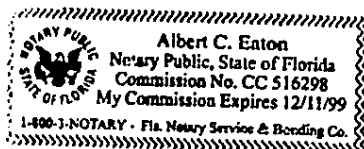


Notary Public, State of Florida

ALBERT C. EATON

Printed Name

My Commission Expires:



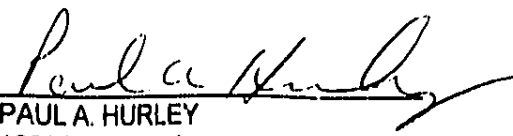
ACCEPTANCE BY REGISTERED AGENT

FILED

96 MAR 29 AM 8:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I hereby accept the designation of Initial Registered Agent of AMERICAN SOLAR TECHNOLOGIES, INC., that I am familiar with the obligations of that position, and I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
PAUL A. HURLEY  
1209 Delaware Avenue  
Kissimmee, FL 34744

ZIMMERMAN, SHUFFIELD, KIDER & SUTCLIFFE, P.A.  
ATTORNEYS AND COUNSELLORS AT LAW

GEORGE A. GOLDER

SUITE 800, LANDMARK CENTER  
315 EAST ROBINSON STREET  
POST OFFICE BOX 3000  
ORLANDO, FLORIDA 32803  
TELEPHONE (407) 438-7010  
TELEFAX (407) 438-8747

P96000029350

June 26, 1997

Florida Department of State  
Division of Corporations  
Qualification/Registration Section  
P.O. Box 6327  
Tallahassee, Florida 32314

50000226835--8  
-06/30/97--01139--027  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Articles of Amendment of American Solar Technologies, Inc.

Dear Sir or Madam:

Enclosed for filing are one original and one photocopy of executed "Articles of Amendment to the Articles of Incorporation of American Solar Technologies, Inc.," together with a check in the amount of \$87.50 payable to the Florida Department of State to cover filing fees and a certified copy of these Articles of Amendment.

Please file the enclosed Articles of Amendment and return to me a certified copy thereof. If you have any questions, please contact me at the above address or phone number.

Thank you for your attention to this matter.

Sincerely,

George A. Golder

GAG/dgh  
Enclosure

cc: Mr. Paul A. Hurley (w/o encl.)

APPROVED  
AND  
FILED  
JUN 27 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OK PC + Amended  
3PB  
P96000029350  
6-27-97  
OK Copy

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
AMERICAN SOLAR TECHNOLOGIES, INC.**

**THE UNDERSIGNED**, as President of **AMERICAN SOLAR TECHNOLOGIES, INC.**, a Florida corporation, Florida Document Number P96000029350 (the "Corporation"), in accordance with Section 607.1006, Florida Statutes, hereby adopts the following Articles of Amendment to the Articles of Incorporation of the Corporation:

1. Name. The name of the Corporation is **AMERICAN SOLAR TECHNOLOGIES, INC.**
2. Text of Each Amendment. The Corporation's Articles of Incorporation are amended as follows:

**FIRST:** Article I of the Corporation's Articles of Incorporation is hereby deleted in its entirety, and the following is substituted in lieu thereof:

**ARTICLE I**  
**NAME**

The name of this Corporation shall be **SOLAR DYNAMICS, INC.**

**SECOND:** Article IV of said Articles of Incorporation is hereby amended by deleting the provisions of said Article IV as the same now exist and by substituting, in lieu thereof, the following:

**ARTICLE IV**  
**CAPITALIZATION**

The number of shares which the Corporation shall have authority to issue is **ONE HUNDRED THOUSAND (100,000)**, consisting of a single class of common stock, one cent (\$0.01) par value per share.

3. Conversion of Stock. Each share of common stock, par value \$10.00 per share, which is outstanding at the time these Articles of Amendment become effective shall be converted into one (1) share of common stock, par value \$0.01 per share.

4. Exchange of Certificate. Immediately upon the effectiveness of these Articles of Amendment, the Corporation will expeditiously coordinate with its shareholders to arrange for the surrender of old stock certificates and the issuance of new ones.

97 JUN 17 9:37  
RECEIVED  
STATE  
OFFICE OF  
RECORDS &  
LEGISLATION  
TALLAHASSEE, FLORIDA

RECEIVED  
AND  
FILED

5. Date of Authorization. The above Amendments were authorized by joint written action of the Corporation's Board of Directors and Shareholders dated June 4, 1997.

6. Sufficiency of Vote. The above Amendments were approved by the Corporation's Board of Directors and Shareholders by their unanimous vote, which is a vote sufficient to approve the Amendments under the Corporation's Articles of Incorporation and Bylaws and under the laws of the State of Florida.

7. Effective Date of Amendment. The above Amendments to the Corporation's Articles of Incorporation shall be effective immediately upon filing by the Department of State.

**IN WITNESS WHEREOF**, the undersigned President of the Corporation has executed these Articles of Amendment this 4<sup>th</sup> day of June, 1997.

AMERICAN SOLAR TECHNOLOGIES, INC.

By: Paul A. Hurley  
Paul A. Hurley, President