

P960000 50446

Requestor's Name

Hot Flash, U.S.A., Inc.
P.O. Box 165866
Alto, S.C. Feb. 32, 1996

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005/03/96--01041--014
*****70.75 *****70.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

EFFECTIVE DATE

6-1-96

SECRET
STATE
TALLAHASSEE, FLORIDA

96 JUN -3 AM 9:39

FILED

Examiner's Initials

DMC 0-596



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 5, 1996

HOTFLASH U.S.A., INC.
P.O. BOX 180866
ALTAMONTE SPRINGS, FL 32716

SUBJECT: HOTFLASH U.S.A., INCORPORATED
Ref. Number: W96000011956

We have received your document for HOTFLASH U.S.A., INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 296A00028209

① Add to Article I / Page 1

Thanks

ARTICLES OF INCORPORATION
OF
HOTFLASH U.S.A., INCORPORATED

FILED

96 JUN -3 AM 9:40

EFFECTIVE DATE
6-1-96
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves for the purpose of becoming a Corporation under the Laws of the State of Florida, (Florida General Corporation Acts), as they now exist or may be amended, pursuant to the following Articles of Incorporation:

ARTICLE I

Name. The Name of this Corporation shall be: HOTFLASH U.S.A., INCORPORATED--- with it's Principal Office at: 325 Prestwick Court Oviedo, Fla. 32765

ARTICLE II

Duration. This Corporation shall have perpetual existence commencing on the 1st day of June, 1996 (or) on the exact date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE III

Purpose. The General nature and purpose of the business to be transacted, promoted and carried on is to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do, viz:

- (a). Pursuant to the Laws of the State of Florida to conduct and transact any and all lawful business

ARTICLE IV

Capital Stock. This Corporation is authorized to issue One Hundred Thousand (100,000) shares of \$.10 par value capital common stock which shall be designated as such.

ARTICLE V

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 VII

Designation of Series. Preferred shares may be issued from time to time in series. All preferred shares shall be of equal rank and identical, except in respect to the particulars that maybe fixed by the Board of Directors herein. The Board of Directors are authorized and required to fix, in the manner and to the full extent provided and permitted by law, all provisions of the shares of each series set forth below:

- (a) The distinctive designation of all series and the number of shares which shall constitute such series.
- (b) The redemption price or prices, if any, for the shares of each, any or all series.
- (c) The annual rate of dividends payable on the shares of all series and the time and manner of payment.
- (d) The obligation, if any of the Corporation to maintain a sinking fund for the periodic redemption of shares and the terms and conditions of such conversions.

ARTICLE VII

Dividend. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of capital stock of the Corporation.

ARTICLE VIII

Pre-emptive Rights. 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 IX

Powers. This Corporation shall have all those rights, powers and duties as delineated in Florida Statutes, Chapter 607, as it now exists or may hereafter be amended; including, but not limited to, the following general powers:

- (a) To have perpetual succession by its corporate name unless a limited period of duration is stated in its Articles of Incorporation.
- (b) To sue ;and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, barter and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statutes, Chapter 607.141, as it now exists or maybe maybe hereafter amended.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, or employ.

- (g) Con'd.-- To sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with shares or other interests in, or obligations of any other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates as the Corporation may determine, and/or issue its bonds or notes.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted this act within or without this State.
- (k) To elect or appoint officers and agents for the Corporation and define their duties and fix their compensations.
- (l) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration and regulation of the affairs of the Corporation.
- (m) To make donations for the public welfare or for charitable, scientific, or educational purposes.
- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
- (o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its Directors, Officers and Employees, and for any or all of the Directors, Officers and Employees of Subsidiary entities.
- (p) To be a promoter, incorporator, general partner, a limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

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ARTICLE X

Initial Board of Directors. This Corporation shall have only one Director initially. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one. The Name and Address of the Initial Director of this Corporation is:

F. Preston Harris ----- 325 Prestwick Court
Oviedo, Florida 32765

The Name and Address of the person signing these Articles of Incorporation is:

F. Preston Harris ----- 325 Prestwick Court
Oviedo, Florida 32765

ARTICLE XI

Amendment. This Corporation reserves the right to 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.

ARTICLE XII

Initial Registered Office and Registered Agent. The Name and Address of the Initial Registered Agent and Office is:

F. Preston Harris 325 Prestwick Court
Oviedo, Florida 32765

Said Agent shall indicate acceptance of said designation by executing these Articles of Incorporation where indicated.

THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF
INCORPORATION THIS 29th DAY OF May, 1996.

F. Preston Harris

F. PRESTON HARRIS

FLDL H260255384

FILED
56 JUN-5 11 54 AM
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

STATE OF FLORIDA)

) ss.

COUNTY OF SEMINOLE)

BEFORE ME, A Notary Public authorized to take acknowledgements in the State and County set forth above, personally did appear F. Preston Harris known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid on this 29th Day of May, 1996.

Notary Public Information:

D. Kalon Kimbell

NOTARY PUBLIC
STATE OF FLORIDA, AT LARGE



F. Preston Harris

REGISTERED AGENT
ACCEPTANCE AND RECOGNITION
OF APPOINTMENT