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TRANSMITTAL LETTER
FILED

96 JUL -3 AM 9:20

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

40000011884415*1
-07/05/96--01014--019
*****70.00 *****70.00

SUBJECT: Rhino U.S. Corp
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 70.

FROM:

M Mariano
Name (printed or typed)
6441 19th St E
Address
Sarasota FL 34243
City, State, & Zip
(941) 925-2099
Telephone Number

Note: Please provide the original and one copy of the Articles.

7/9/96

ARTICLES OF INCORPORATION

OF

Rhino US Corp

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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TALLAHASSEE, FLA.
SECRETARIAL DATE
FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Rhino US Corp

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6441 19th St E Sarasota FL 34243

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Michael Mariano

6441 19th St E

Sarasota FL 34243

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Michael Mariano
6441 19th St E
Saratoga FL 34243

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

29th day of June, 1996.

M. Mariano
Signature

Signature

Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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: Rhino U.S. Corp

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

Michael Marino
(NAME)

6441 19th St E
(P.O. BOX NOT ACCEPTABLE)

Sarasota FL 34243
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

SIGNATURE M. Marino

DATE 6/29/96



RHINO COATINGS, INC.

6441 19th Street East
Sarasota, FL 34243

Tel: (941) 751-5588
FAX: (941) 756-0881

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Rhino U.S. Corp
Michael Mariano
6441 A 19th ST EAST
SARASOTA, FLORIDA
34243

941-751-5588

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TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: RHINO U.S. CORP.

SECOND: The articles of incorporation were filed on: July 3 1996

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 10 day of FEBRUARY, 19 97.

Signature M. Mariano

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

MICHAEL MARIANO

(Typed or printed name)

INCORPORATOR

(Title)

97 FEB 12 AM 10:48
CLERK'S OFFICE
LAKEWOOD PARK,
FLORIDA

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