

89600057961

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

R MESSEII JUL 10 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/10/96		
TIME	9:30		CK No.
BY	CD		

WALK-IN
WIN Pick Up _____

No 52602

RE: Energy Technologies
International, Inc.

	Q.B. FEE	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
O U S		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCO 1 or 3 File		
UCO 11 Search		
UCO 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 15 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 2, 1996

STEVEN M. SELZ, ESQ.
SELZ & MUVDI SELZ, P.A.
777 S. FLAGLER DR., 8TH FLOOR
WEST PALM BEACH, FL 33401

FILED
65 JUL 10 PM 2:57
TALLAHASSEE, FLORIDA

The name ENERGY TECHNOLOGIES INTERNATIONAL, INC. has been reserved for 120 days beginning July 2, 1996. The reservation number is R96000003247 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 096A00032505

**ARTICLES OF INCORPORATION
OF**

ENERGY TECHNOLOGIES INTERNATIONAL, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes Section 607 et. seq, hereby adopt the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is:

ENERGY TECHNOLOGIES INTERNATIONAL, INC.

**ARTICLE II
PRINCIPAL OFFICE**

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

16400 Collins Avenue, Suite 2646, Sunny Isles, Florida 33160

**ARTICLE III
CORPORATE PURPOSE OR BUSINESS**

The general purposes for which the Corporation is organized are:

1. To engage in the business of the sale and leasing of energy efficient lighting.

2. To engage in any other trade or business which can, in the opinion of the board of directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

3. To enter into contracts, agreements and obligations, for any lawful purpose, by or with any person, firm, association, corporation or governmental division or subdivision.

4. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing and to transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, as referenced above.

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55 JUN 10 PM 2:57
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any time an aggregate number of 1000 shares of one class of common stock having a par value of \$1.00 per share.

ARTICLE V
CORPORATE DURATION

The duration of this Corporation shall be perpetual, unless sooner dissolved in accordance with Florida law.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of the Corporation are two (2). The number of Directors may be increased or decreased from time to time, as provided by the By-Laws of this Corporation as adopted by the Shareholders.

The name(s) and address(es) of the member(s) of the Initial Board of Directors are:

NAME	ADDRESS
Jerry Goldman	16400 Collins Avenue, Suite 2646, Sunny Isles, Florida 33160
Mark Saltzman	16400 Collins Avenue, Suite 2646, Sunny Isles, Florida 33160

ARTICLE VII
CUMULATIVE VOTING FOR DIRECTORS

At all elections of Directors of this Corporation, each Shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of Directors with respect to his shares of stock multiplied by the number of Directors to be elected, and he may cast all such votes for a singular Director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

NAME	ADDRESS
Mark Saltzman	16400 Collins Avenue, Suite 2646, Sunny Isles, Florida 33160

ARTICLE IX
NON-LIABILITY OF SHAREHOLDERS

The private property of the stockholders shall not be subject to the payment of Corporate debts to any extent.

ARTICLE X
INDEMNIFICATION OF OFFICERS AND DIRECTORS

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

ARTICLE XI
AMENDMENT OF ARTICLES

The Corporation reserves the right to amend or 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.

I, the undersigned Incorporator, have executed these Articles of Incorporation this 5 day of July, 1996.


Incorporator

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

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:

ENERGY TECHNOLOGIES INTERNATIONAL, INC.

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

Steven M. Selz
777 South Flagler Drive
8th Floor, West Tower
West Palm Beach, FL 33401

Having been named as registered agent and to accept service of process for the above-named 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- Steven M. Selz



Date

FILED
JUL 10 PM 2:57
TALLAHASSEE, FLORIDA

P96000057961

City/State/Zip

800002119159-9
-03/20/97-01074-0005
*****35.00 *****35.00

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 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 checked="" 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 20 PM 4:17

21 MAR 24 1997

Examiner's Initials	
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Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

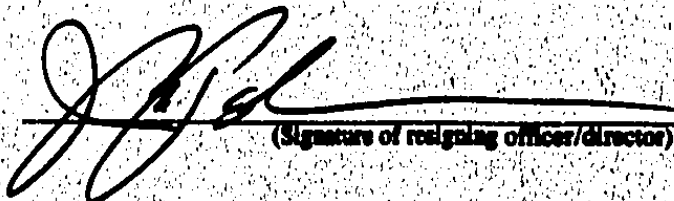
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DIVISION OF CORPORATIONS
97 MAR 20 PM 4:17

I, JEANLO GOLDMAN, hereby resign as Vice President
(Title)

of ENERGY TECHNOLOGIES INTERNATIONAL, INC.
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314