

07/24/96 2400 761

2400 761

AGB INDUSTRIES INCORPORATED K1

P.03

7/24/96

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM

((((H96000010207))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: AGB INDUSTRIES, INC.
DEPARTMENT OF STATE 84 NW 11TH ST
STATE OF FLORIDA
407 EAST GAINES STREET MIAMI FL 33136-20909-0000
TALLAHASSEE, FL 32399 CONTACT: LYNN FRIEDMAN
FAX: (904) 922-4000 PHONE: (305) 366-2071
FAX: (305) 366-7832
(((H96000010257))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AGRO-VOLTAGE TECHNOLOGIES INCORPORATED
FAX AUDIT NUMBER: H96000010257 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/24/1996 TIME REQUESTED: 13:31:08
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.00 ACCOUNT NUMBER: 070744001530

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((((H96000010257)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>
Menu: <Ctrl R-Shift>

2400 761

VT100 Online

7/24/96 13:31:24 AM 7:52
FILED
FLORIDA DIVISION OF CORPORATIONS
7/24/96 13:31:24 AM 7:52
FILED

7/25/96
JL

DIVISION OF CORPORATIONS

96 JUL 24 PM 2:29

RECEIVED

07-04-1000 13100

305 380 7850

ACE INDUSTRIES/PRINTING CORP KIT

P.04

H96-010257

ARTICLES OF INCORPORATION

of AGRO-VOLTAIC TECHNOLOGIES INCORPORATED

a CORPORATION FOR PROSPECT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: AGRO-VOLTAIC TECHNOLOGIES INCORPORATED

Address of the Corporation: 11653 MANDARIN FOREST DRIVE

JACKSONVILLE, FLORIDA 32223

SEARCHED
INDEXED
FILED
JULY 24 1996
CLERK'S OFFICE
FLORIDA
JULY 25 1996

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000,000.

PAR VALUE \$0.01 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

11653 MANDARIN FOREST DRIVE, JACKSONVILLE, FLORIDA 32223

and the name of the initial registered agent at such address is SCOTT EVAN FRIEDMAN

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Scott Friedman

7/23/96

Signature of Registered Agent
SCOTT EVAN FRIEDMAN

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director : (All persons listed after the first are additional directors)

1. <u>SCOTT EVAN FRIEDMAN</u>	<u>11653 MANDARIN FOREST DR., JACKSONVILLE, FL 32223</u>
<u>MICHAEL FRIEDMAN</u>	<u>11653 MANDARIN FOREST DR., JACKSONVILLE, FL 32223</u>
<u>GERALD FRIEDMAN</u>	<u>3137 ISSEY LANE, JACKSONVILLE, FL 32257</u>
<u>KEITH J. ZIPPER</u>	<u>12346 PEACH ORCHARD DR., JACKSONVILLE, FL 32223</u>

Article 7: The Name and address of the incorporator is:

<u>SCOTT EVAN FRIEDMAN</u>	<u>11653 MANDARIN FOREST DR., JACKSONVILLE, FL 32223</u>
<u>MICHAEL FRIEDMAN</u>	<u>11653 MANDARIN FOREST DR., JACKSONVILLE, FL 32223</u>
<u>GERALD FRIEDMAN</u>	<u>3137 ISSEY LANE, JACKSONVILLE, FL 32257</u>
<u>KEITH J. ZIPPER</u>	<u>12346 PEACH ORCHARD DR., JACKSONVILLE, FL 32223</u>

In witness whereof I have subscribed my name

Scott Friedman, Michael Friedman, Gerald Friedman, Keith J. Zipper

Signature of Incorporator

SCOTT EVAN FRIEDMAN, MICHAEL FRIEDMAN, GERALD FRIEDMAN,
KEITH J. ZIPPER

H96-010257
ACE INDUSTRIES, INC.

54 NW 11th Street
Miami, FL 33135
305-358-2571

00-18-1990 138 305 300 7032

ACI INDUSTRIES/PRINTING CORP. INC.

83

P96000062092

9/11/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3109 PM

((4W6000012/05 511))

TO: DIVISION OF CORPORATIONS FAX #: (904) 922-4000
FROM: ACI INDUSTRIES, INC. ACCT#: 070744001530
CONTACT: LYNN FRIEDMAN
PHONE: (305) 358-2871 FAX #: (305) 358-7832

NAME: AERO-VOLTAIC TECHNOLOGIES INCORPORATED
AUDIT NUMBER.....HW6000012708

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0 PAGES.....2

CERT. COPY#..0 DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'W' FOR MENU. **

ENTER SELECTION AND <CR>

Normal <Cr> R-BRIEF

2400 TEL

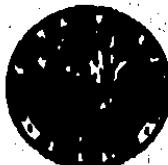
VTEL Online

M HENDRICKS SEP 11 1996

Received

96 SEP 12 PM 12:53
FLORIDA DIVISION OF CORPORATIONS
RECEIVED

UW-WA-22-1970-1000 1113 U/M/AK/SC 300 7072 MA, DEPT. OF STAGE 51



FLORIDA DEPARTMENT OF STATE
Sandra B. Martham
Secretary of State

September 12, 1994

**ACRO-VOLTAIC TECHNOLOGIES INCORPORATED
11633 MANDARIN FOREST DRIVE
JACKSONVILLE, FL 32223**

SUBJECT: AGRO-VOLTAIC TECHNOLOGIES INCORPORATED
REF: PBB0000062092

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-5903.

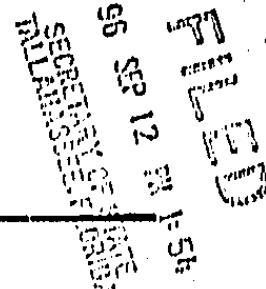
**Nancy Hendricks
Corporate Specialist**

FAX Aud. #: E96000012705
Letter Number: 296A00042424

H96-12700

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

AGNO-VOLTAIC TECHNOLOGIES INCORPORATED



(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE IV: PRE-EMPTIVE RIGHTS. (FS § 607.0202(I) (d))

This corporation shall have preemptive rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation. Notwithstanding anything contained herein to the contrary, the provisions of any shareholder agreement regarding preemptive rights shall be incorporated herein by this reference and supersede this section.

ARTICLE IV: CAPITAL STOCK.

The stock issued hereunder is issued in accordance with Internal Revenue Code Section 1244.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**PREPARED BY:
ACB INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-361-2571**

H96-12700

00 10 1008 11138

308 388 7835

ACK INDUSTRIES/MINTING.COM KIT

1,04

H96-12705

THIRD: The date of each amendment's adoption: July 23, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)



The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.



The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote
separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient
for approval by _____
voting group



The amendment(s) was/were adopted by the board of directors without shareholder action and
shareholder action was not required.



The amendment(s) was/were adopted by the incorporators without shareholder action and
shareholder action was not required.

Signed this day 10th of September, 19 96.

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

SCOTT FRIEDMAN

Typed or printed name

PRESIDENT

Title

H96-12705