

P97000P69836



**Bay City**

**WINDOW COMPANY**

Manufacturers of The World's Most Beautiful Windows  
2135 13th Avenue N., St. Petersburg, FL 33713

Office Use Only

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

1. Steroko Windows @ Doors U.S.A.

(Corporation Name)

(Document #)

500002267505

08/14/97 01118-004

\*\*\*122.50 \*\*\*122.50

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

EFFECTIVE DATE

8-7-97

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  
97 AUG 12 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~785, 505, 625, 675, 550~~

W97-17092

Dmc 8/12/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 24, 1997

STEVEN EHRENPREIS  
BAY CITY WINDOW COMPANY  
2135 13TH AVENUE NORTH  
ST. PETERSBURG, FL 33713

SUBJECT: STEROKO WINDOWS @ DOORS U.S.A.  
Ref. Number: W97000017092

We have received your document for STEROKO WINDOWS @ DOORS U.S.A., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 497A00037528

FORM I

CERTIFICATE OF INCORPORATION

OF

Steroko Windows @ Doors U.S.A INC

FILED

97 AUG 12 PM 4:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

FIRST  
IDENTIFICATION

The name of the corporation, hereinafter referred to as the "Corporation," is Steroko Windows @ Doors U.S.A

SECOND  
PERIOD OF EXISTENCE

EFFECTIVE DATE

8-7-97

The period during which the corporation shall continue is perpetual.

THIRD  
REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Corporation is 2135 13<sup>th</sup> Ave N. St Petersburg FL  
and the name and address (if different) of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Steven Ehrenpreis 2135 13<sup>th</sup> Ave N St Petersburg FL.

FOURTH  
PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Delaware.

FIFTH  
SHARES

The total authorized capital stock of the Corporation is 10,000 shares having a  
Par Value of NONE. All or any part of said shares may be issued by the Corporation from  
time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

SIXTH  
INCORPORATOR'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

Steven Ehrenpreis  
2135 13<sup>th</sup> Ave N  
St Petersburg, FL 33713

SEVENTH  
DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

- Steve Ehrenpreis 2135 13<sup>th</sup> Ave N St Petersburg FL 33713
- Theodore R. Stekhuizen 11253 62<sup>nd</sup> St N Pinellas Park FL 33782

EIGHTH  
INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be

~~MANABZUTERA~~ August 7, 1997

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of

~~MANABZUTERA~~ August 7, 1997



(Incorporator)

FILED

97 AUG 12 PH 4:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate and Acknowledgement of Registered Agent

Certificate of Registered Agent  
of

Stercko Windows @ Doors U.S.A. Inc

(name of corporation)

Pursuant to the Florida statutes section 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with it's registered office as indicated in the Articles of Incorporation at ; 2135 13<sup>th</sup> Ave N St Petersburg FL

has named Steve Ehrenpreis located at the aforesaid address, as it's Registered Agent to accept service of process within the state.

Acknowledgement

having been named to accept service of process for the above stated corporation at the place designated in this certificate , I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
(registered agent)

## INCORPORATOR'S CERTIFICATE

OF


Steroka Windows @ Doors U.S.A IncI, Steve Ehrenspreis, the sole incorporator of Steroka Windows @, acorporation formed in accordance with the laws of that state sign this statement to set forth action taken as follows:FIRST: I state that the Certificate of Incorporation of Steroka Windows @ Doors USA, a true copy of which is annexed to this statement, was filed with the Department of State of Florida on May 23, 1997.

SECOND: The by-laws annexed to this statement have been adopted by me as the by-laws of the Corporation.

THIRD: The following persons have been nominated and elected by me as directors of the Corporation to hold office until the first annual meeting of shareholders and until their successors are elected and qualify:

Steve Ehrenspreis - Chief Operating OfficerTheodore R Stekhuisen - Vice PresidentTheodorus JG Stekhuisen - President

FOURTH: I hereby assign all my rights as incorporator of the Corporation to the above-named directors.

The foregoing is established by my signature on this instrument at 12 PM, on this 7 day of May August, 19 97.  
(Incorporator)