

P 9700072671

MONACO, SMITH, HOOD, PERKINS,  
LOUCKS & STOUT FILED

DAVID A. MONACO  
HORACE SMITH, JR.  
CHARLES D. HOOD, JR.  
TERENCE R. PERKINS  
WILLIAM E. LOUCKS  
LARRY R. STOUT  
MICHAEL S. ORFINGER  
SCOTT A. SELIS  
ERIC K. NEITZKE  
CLAY L. MEEK  
JEFFREY E. BIGMAN  
K. JUDITH LANE  
JOHN H. WEEKS  
RUSSEL C. TULLIUS  
JAMES R. EVANS

A Partnership of Professional Associations

POST OFFICE BOX 15200  
DAYTONA BEACH, FL 32115

97 AUG 20 PM 12:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

444 SEABREEZE BOULEVARD  
SUITE 900  
DAYTONA BEACH, FL 32118

TELEPHONE (904) 254-6875  
FACSIMILE (904) 257-1834

HARRY G. McCONNELL  
Of Counsel

August 18, 1997

600002272106--6  
-08/20/97--01048--016  
\*\*\*122.50 \*\*\*122.50

Division of Corporations  
P. O. Box 6323  
Tallahassee, FL 32314

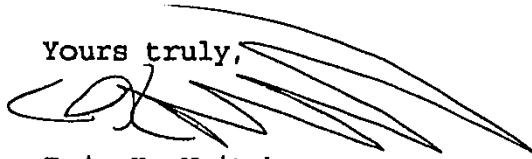
Re: Powder House of Daytona USA, Inc.

Dear Sir or Madam:

Enclosed herein please find an original and one copy of Articles of Incorporation of the above-referenced corporation. Please file the original and return the certified copy to me at your earliest opportunity. A check in the amount of \$122.50 is enclosed for the filing fee.

Should you require anything additional, please do not hesitate to contact me.

Yours truly,



Eric K. Neitzke

EKN:gwb  
Enclosures

PH  
8/21/97

ARTICLES OF INCORPORATION  
OF  
POWDER HOUSE OF DAYTONA USA, INC.

FILED  
97 AUG 20 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned persons, do hereby form the above corporation and to that end do hereby certify to the facts hereinafter set forth, as required by law.

I

The name of the proposed corporation shall be:

POWDER HOUSE OF DAYTONA USA, INC.

II

The general nature of the business to be transacted is as follows, to-wit:

1. To provide powder coating on metal parts, including motorcycle, marine and automotive parts.

2. To purchase or otherwise acquire and to hold and to own or to sell, assign, transfer, mortgage, pledge or otherwise dispose of real or personal property which the corporation might own or hold.

3. To borrow or to raise monies for any of the purposes of the corporation, to issue bonds, notes or other obligations for monies so borrowed and to secure the payments thereof, and of the interest thereon, in whole or in part, by mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the property of the corporation, real or personal, including contracts and other rights, franchises and privileges and also its income, profits, stocks, bonds and other securities of other corporations,

associations, individuals or others, whether at the time owned or thereafter acquired; and to sell or pledge such bond or notes or other obligations of the corporation for its proper corporation purposes; also to loan or advance money upon mortgaged on real or personal property, or either of them or otherwise so far as shall be necessary or desirable in the conduct of the business of the corporation and not inconsistent with the laws of the State of Florida.

4. To conduct its business in other states, in territories and in foreign countries subject to the laws of such state, district, territory, colony or country.

5. Without in any way limiting the foregoing purpose, it is hereby declared and provided that the corporation shall have power to do any and all acts and things that may be reasonably necessary or appropriate to accomplish the purposes, of any of them, for which the corporation is created, so far as the same shall not be inconsistent with the laws of the State of Florida.

### III

The maximum number of shares of stock with which the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of voting stock to be of No par value. The stock of this corporation shall be and can be paid for in cash or property, real, personal, or mixed or labor of services as full calculation to be fixed by the Board of Directors.

IV

The amount of capital with which the corporation shall begin business is Five Hundred and No/100 Dollars (\$500.00).

V

The corporation shall have perpetual existence.

VI

The principal place of business is 806 N. Beach Street, Daytona Beach, Florida 32114. The Registered Agent shall be: Eric K. Neitzke, Esquire, of Monaco, Smith, Hood, Perkins, Loucks & Stout, 444 Seabreeze Blvd., Suite 900, Daytona Beach, Florida 32118.

VII

There shall not be less than one nor more than nine Directors of said corporation, provided, however, that the corporation's number of Directors may be increased in any manner now or hereinafter authorized by law.

VIII

The names and post office addresses for the first Board of Directors and President and Secretary-Treasurer, who, subject to the provisions herein contained and of the said corporation and Chapter 607, Florida Statutes, as amended, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are the following:

<u>NAME</u>	<u>POST OFFICE ADDRESSES</u>
<u>OFFICERS</u>	
TODD KLINGER    President/Secretary	806 N. Beach Street Daytona Beach, FL 32114

BOARD OF DIRECTORS

TODD KLINGER

806 N. Beach Street  
Daytona Beach, FL 32114

IX

The officers of said corporation shall be a President and a Secretary/Treasurer and such other officers and agents as may be deemed necessary. All officers, agents and directors shall be chosen in such a manner and shall hold their offices for such terms and shall have such powers and duties as may be presented by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices, except that the President shall not also be the Secretary or an Assitant Secretary of the Corporation.

X

The names and post office addresses of the subscribers of these Articles of Incorporation and the total number of shares of stock and the value of the consideration therefor which each agrees to take are as follows:

TODD KLINGER  
806 N. Beach Street  
Daytona Beach, FL 32114

Zero (0)

XI

Said Corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate in the manner now or hereinafter permitted by law or prescribed by Statues, and all rights conferred upon the Stockholders.

IN WITNESS WHEREOF, We, the undersigned, being the original subscriber of these Articles of Incorporation, for the purpsoe of

forming a corporation under the laws of the State of Florida, do hereby make and file these Articles of Incorporation hereby declaring and certifying that the facts herein are true, and hereunto set our hands and seals this 15 day of AUGUST, 1997.

  
TODD KLINGER

STATE OF Penn.  
COUNTY OF Lebanon

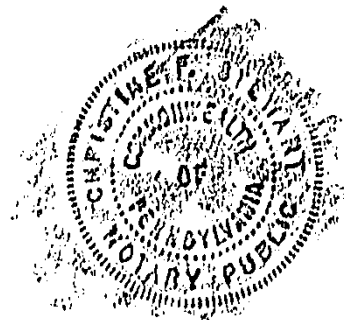
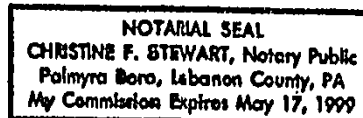
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared TODD KLINGER, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and an oath was not taken.        Said person is personally known to me.        Said person provided the following type of identification: Driver's License No.: 18 33 4 776.

WITNESS my hand and official seal in the County and State last aforesaid this 15 day of August, 1997.

Christine L. Stewart  
Notary Public, State of Pa.  
Christine F. Stewart  
Typed Name of Notary Public

Commission No.:                     

Commission Expires: May 17 1999



FILED

97 AUG 20 PM 12:12

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that POWDER HOUSE OF DAYTONA USA, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Daytona Beach, County of Volusia, State of Florida, has named: ERIC K. NEITZKE, ESQUIRE, of Monaco, Smith, Hood, Perkins, Loucks & Stout, 444 Seabreeze Blvd., Suite 900, Daytona Beach, FL 32118 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:   
REGISTERED AGENT