

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 15 PM 1:14

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S+H Starcloth Lighting,
Inc.

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Chen 5.15 1100

Name

Date

Time

Walk-In

Will Pick Up

98 MAY 15 AM 11:27
DIVISION OF CORPORATIONS

RP
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ARTICLES OF INCORPORATION

OF

S + H STARCLOTH LIGHTING, INC.

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ARTICLE I - NAME

The name of the corporation is S + H STARCLOTH LIGHTING, INC. (the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The mailing and street address of the initial registered office of this Corporation is 2665 South Bayshore Drive, Suite 1004, Coconut Grove, Florida 33133; and the name of the initial registered agent of this Corporation is Jeffrey E. Levey.

ARTICLE V - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of this Corporation is c/o S & H Technical Support Group, Unit A, The Old Laundry, Chambercombe Road, Ilfracombe, Devon, England EX349PH.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have (2) initial directors. The number of directors may be either increased or decreased from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

Richard Hudson
c/o S + H Technical Support Group
Unit A
The Old Laundry
Chanbercomb Road
Ilfracomb, Devon
England EX349PH

Terrence Murtha
c/o S + H Technical Support Group
Unit A
The Old Laundry
Chanbercomb Road
Ilfracomb, Devon
England EX349PH

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Richard Hudson
c/o S + H Technical Support Group
Unit A
The Old Laundry
Chanbercomb Road
Ilfracomb, Devon
England EX349PH

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles
of Incorporation this ____ day of May, 1998.



Richard Hudson
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H:

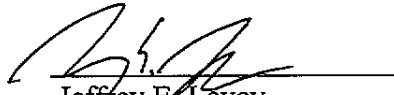
That S + H STARCLOTH LIGHTING, INC. (the "Corporation"), desiring to organize under the laws of the State of Florida, has named Jeffrey E. Levey as its agent to accept service of process within this state.

S + H STARCLOTH LIGHTING, INC.
2665 South Bayshore Drive
Suite 1004
Coconut Grove, Florida 33133

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further, agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 14th day of May, 1998.


Jeffrey E. Levey
Registered Agent

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