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CAPITAL CONNECTION, INC.

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

Stainless Steel & Exotics
Inc.

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DIVISION OF CORPORATION

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- ☒ 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 _____
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- _____ UCC 1 or 3 File _____
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- _____ UCC 11 Retrieval _____
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

R. P. Puntun JAN -5 1999

ARTICLES OF INCORPORATION

OF

STAINLESS STEEL & EXOTICS, INC.

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The undersigned, acting as incorporator of STAINLESS STEEL & EXOTICS, INC., under the Florida General Corporation Act, adopts the following Articles of Incorporation.

Article I - NAME

The name of this corporation is STAINLESS STEEL & EXOTICS, INC. The principal address of this corporation is 980 State Road 37 South, Mulberry, Florida 33860.

Article II - DURATION/EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

Article III - PURPOSE

The general purpose or purposes for which the corporation is organized are as follows:

- (a) To manufacture, fabricate, buy, sell, and otherwise dispose of at either wholesale or retail, import, and export, and generally trade in and deal with stainless steel and all like or kindred products and accessories of every kind.
- (b) To transact any or all other lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

Article IV - AUTHORIZED SHARES

This corporation is authorized to issue 100 shares of no (\$.00) par value common stock. The consideration to be paid for each share shall be as fixed by the board of directors, and may be paid in whole or in part in cash or other property, tangible or

intangible, or in labor or services actually performed for the corporation with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

Article V - CUMULATIVE VOTING

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by such shareholder multiplied by the number of directors to be elected, and each shareholder may cast such votes for a single candidate, or may distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

Article VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any unissued stock (whether or not presently authorized and including treasury shares) of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. This right shall be deemed waived by any holder who does not exercise it and pay for the stock preempted within thirty days of receipt of a notice in writing from the corporation inviting him to exercise the right.

Article VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation is 980 State Road 37 South, Mulberry, Florida 33860, and the name of the initial registered agent of this corporation is Steven Adams, and his address is 5710 Emerald Ridge Boulevard, Lakeland, Florida 33813.

Article VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director. The number of directors may be increased

from time to time by the by-laws, but shall never be less than one. The name and address of the initial director is:

Steven Adams
5710 Emerald Ridge Boulevard
Lakeland, FL 33813

Article IX - INCORPORATOR

The name and address of the incorporator is:

Steven Adams
5710 Emerald Ridge Boulevard
Lakeland, FL 33813

The incorporator of the corporation hereby assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and hereby assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

Article X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

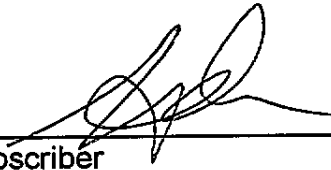
Article XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles
of Incorporation this 4th day of January, 1999.

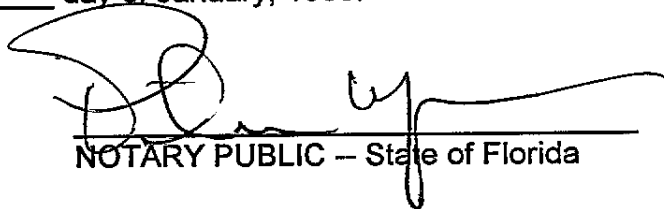


Subscriber
Name: Steven Adams

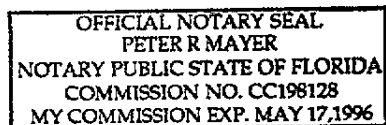
STATE OF FLORIDA
COUNTY OF POLK

Before me, a Notary Public, authorized to take acknowledgments in the state and county set forth above personally appeared **STEVEN ADAMS**, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and he did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal,
in the state and county aforesaid, this 4th day of January, 1999.


NOTARY PUBLIC – State of Florida

Date Certification expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

STAINLESS STEEL & EXOTICS, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at City of Mulberry, County of Polk, State of Florida, has named Steven Adams, located at 980 State Road 37 South, Mulberry, Florida 33860, 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 place 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.


STEVEN ADAMS

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SECRETARY OF STATE
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