



**THE UNITED STATES  
CORPORATION**  
COMPANY

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -6 PM 5: 15

703  
W99-362

59 JUN -6 PM 12:26



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

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January 6, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

**RESUBMIT**

Please give original

SUBJECT: ULTIMATE PERFORMANCE PRODUCTS, INC.  
Ref. Number: W99000000362

We have received your document for ULTIMATE PERFORMANCE PRODUCTS, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

Article VI states there will be two director(s), whereas none is/are listed.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 399A00000677

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ARTICLES OF INCORPORATION  
OF  
ULTIMATE PERFORMANCE PRODUCTS, INC.

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ARTICLE I.

NAME

The name of the Corporation is: ULTIMATE PERFORMANCE  
PRODUCTS, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting  
any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation  
is 13480 42nd Road North, West Palm Beach, Florida 33411.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this  
Corporation is 980 North Federal Highway, Suite 410, Boca Raton,  
Florida 33432, and the name of the initial registered agent of this

Corporation at that address is Barbara A. Sloan, Esq. By execution of these Articles of Incorporation, Barbara A. Sloan, Esq. (registered agent), acknowledges and accepts the duties and responsibilities as registered agent for said Corporation.

#### ARTICLE VI.

##### BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

Kenneth P. Eggleston	13480 42nd Rd., North
Director	W. Palm Beach, FL 33411
Jacqueline R. Eggleston	13480 42nd Rd., North
Director	W. Palm Beach, FL 33411

#### ARTICLE VII.

##### CAPITAL STOCK

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

#### ARTICLE VIII.

##### INCORPORATOR

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

KENNETH P. EGGLESTON  
13480 42nd ROAD NORTH  
WEST PALM BEACH, FLORIDA 33411

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

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

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto,

and any right conferred upon the shareholders is subject to this reservation.

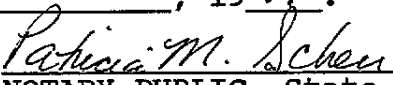
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5<sup>TH</sup> day of JANUARY, 1999.

  
KENNETH P. EGGLESTON

STATE OF FLORIDA

COUNTY OF PALM BEACH

Subscribed, acknowledged and sworn to before me by KENNETH P. EGGLESTON, who is personally known to me or who has produced a driver's license as identification, and who did take an oath, on this 5<sup>th</sup> day of January, 1999.

  
NOTARY PUBLIC, State of Florida  
Patricia M. Scherr  
(Print Name of Notary)  
State of Florida at Large (Seal)



My Commission Expires:

Serial Number, if any

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned being named as Registered Agent to accept service of process of ULTIMATE PERFORMANCE PRODUCTS, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: JANUARY 5, 1999

  
BARBARA A. SLOAN, ESQ.

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