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CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Maxwell Industries,
Inc.

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*****70.00 *****70.00

Signature

Requested by: *Cher*

1-11

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Name

Date

Time

Walk-In

Will Pick Up

☒ 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

FILED
CLERK OF SUPERIOR COURT
JAN 11 AM 11:15

RECEIVED
DIVISION OF CORPORATION
JAN 11 AM 10:27

R. Purinton JAN 11 1999

ARTICLES OF INCORPORATION
OF
MAXWELL INDUSTRIES, INC.

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
99 JAN 11 AM 11:15

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

The name of the corporation shall be MAXWELL INDUSTRIES, INC.

II

The purposes and general nature of the business to be conducted and transacted by the Corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this Corporation, it is expressly declared and provided that this Corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects here in above specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares of stock that this Corporation is authorized to have outstanding at any time is 1,000 shares of \$1.00 par value.

IV

The amount of capital with which this Corporation shall begin business shall be \$100.00.

V

The existence of this Corporation shall be perpetual.

V-a

The principal office and/or the mailing address for this Corporation is:

5830 SW 45 TERR.
Miami, FL 33155

VI

The street address of the initial registered office of this Corporation in the State of Florida shall be 5830 SW 45 Terr., Miami, FL 33155. The name of the initial registered agent of the corporation at that address is Mr. Maxwell Thompson.

VII

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial director of this Corporation is:

Mr. Maxwell Thompson
5830 SW 45 Terr.
Miami, FL 33155

VIII

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

Maxwell Thompson
5830 SW 45 Terr.
Miami, FL 33155

IX

The Corporation shall indemnify any officer or director or any former officer or director to the full extent of the law.

X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

XI

The shareholders of this Corporation shall have the power to include in the By-Laws, adopted by a majority of the shareholders of this corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this Corporation by any of its shareholders, or in the event of death of any of its shareholders. The manner and form, as well as relevant terms, conditions, and detail hereof, shall be determined by the shareholders of this Corporation provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No shareholder of this corporation may sell or transfer his shares therein except to another individual who is eligible to be a shareholder of this corporation.

XII

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects herein above states, this corporation shall have all and singular the following powers:

(a) This corporation shall have the power to deny to the holders of the common stock of this corporation any preemptive right to purchase or subscribe to any new issues of any type stock of this corporation, and no shareholder shall have any preemptive right to subscribe to any such stock.

(b) This corporation shall have the power, at its option, to purchase and acquire any and all of its shares owned, and held by any such shareholders as should desire to sell, transfer, or otherwise dispose of his shares, in accordance with the By-Laws adopted by the shareholders of this corporation setting forth the terms and conditions of such purchase; provided however, the capital of this corporation is not impaired.

(c) This corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any shareholders who die, in accordance with the By-Laws adopted by the shareholders of this corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation is not impaired.

The undersigned subscriber has executed these Articles of Incorporation this 5th day of January of 1999.


Maxwell Thompson

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the Corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


Maxwell Thompson

I have hereunto made, subscribed and acknowledged these Articles of Incorporation.


Maxwell Thompson


STATE OF FLORIDA)
COUNTY OF DADE)

I hereby certify that on this day personally appeared: Maxwell Thompson well known to be the same described in and who executed these Articles of Incorporation, and acknowledged the Articles to be the act and deed of the subscriber(s) and that the facts set forth therein are true.

WITNESS my hand and seal at
Dade County, Florida, this
5th day of JANUARY, 1999.

My Commission Expires:


NOTARY PUBLIC

Seal  Harold A. Cole
MY COMMISSION # CC709308 EXPIRES
January 20, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
CLERK OF DISTRICT COURT
99 JAN 11 AM 11:15