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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

XOS Technologies, Inc.

100002771481--4

-02/10/99--01053--004

\*\*\*\*\*70.00 \*\*\*\*\*70.00

☒ 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

99 FEB 10 PM 2:50  
FILED  
CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

99 FEB 10 PM 11:09  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

Signature \_\_\_\_\_

Requested by: LS

Name

Date 2/10/99

Time 9:51

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

R. Purinton FEB 10 1999

ARTICLES OF INCORPORATION  
OF  
XOS Technologies, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 10 PM 2:50

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, do hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is:

XOS Technologies, Inc.

ARTICLE II

The nature of the business of this corporation is any and all lawful business which a corporation is permitted to conduct in the State of Florida.

ARTICLE III

The capital stock of this corporation shall be 500 shares of \$1.00 par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property other than stock or securities in lieu of cash, at a just valuation to be determined by the stockholders of this corporation.

ARTICLE IV

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The initial registered agent and registered office of the corporation in the State of Florida is: Danny R. Aton 1199 North Page Ct. Deltona, FL 32725. The stockholders may from time to time move the principal office to any other address in Florida. The registered office is also the principal office.

ARTICLE VII

The Board of Directors of this corporation shall consist of the stockholders of the corporation.

#### ARTICLE VIII

The names and addresses of the directors are:

<u>NAME</u>	<u>ADDRESS</u>
Danny R. Aton	1199 North Page Ct Deltona, FL 32725
Stanley E. Retz	1415 South Washington Avenue Titusville, FL 32780

#### ARTICLE IX

The names and addresses of the subscribers to the Certificate of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Danny R. Aton	1199 North Page Ct Deltona, FL 32725

#### ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

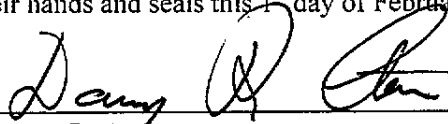
#### ARTICLE XI

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII

At each election for directors every stockholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principal among any number of candidates.

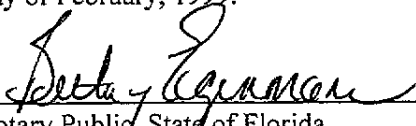
IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seals this 1<sup>st</sup> day of February, 1999.

  
\_\_\_\_\_  
Danny R. Aton

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared Danny R. Aton, to me well known to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and that he is personally known to me and did not take an oath.

WITNESS my hand and official seal this 1<sup>st</sup> day of February, 1999.

  
\_\_\_\_\_  
Notary Public, State of Florida

\_\_\_\_\_  
Printed or Typed Name

\_\_\_\_\_  
My commission Expires:



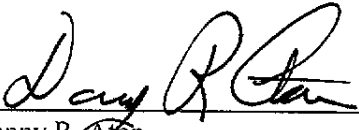
**BETTY J. EIGENMANN**  
COMMISSION # CC774583  
EXPIRES SEP 13, 2002  
BONDED THROUGH  
ADVANTAGE NOTARY


STATEMENT OF DESIGNATION AND ACCEPTANCE  
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF  
XOS Technologies, Inc.

Pursuant to the provisions of Florida Statutes, Sections 48.091 and 607.034(3), the undersigned, as directors of XOS Technologies, Inc., hereby files this statement of the designation and acceptance of the initial registered agent of the Corporation.

The street address of the initial registered office of this Corporation is 1199 North Page Ct., Deltona, Florida 32725 and the name of the initial registered agent of this Corporation at that address is Danny R. Aton.

DATED this 1<sup>st</sup> day of February, 1999.

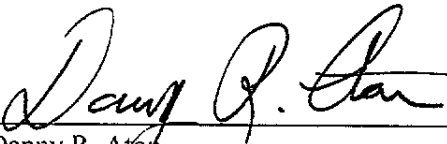
  
\_\_\_\_\_  
Danny R. Aton

  
\_\_\_\_\_  
Stanley E. Retz

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of XOS Technologies, Inc. at the initial registration office of the Corporation at 1199 North Page Ct., Deltona, Florida 32725.

DATED this 1<sup>st</sup> day of February, 1999.

  
\_\_\_\_\_  
Danny R. Aton

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 10 PM 2:50