ACCOUNT NO. : 072100000032 REFERENCE : 233787 121501A AUTHORIZATION : COST LIMIT : \$ PPD ORDER DATE : May 10, 1999 ORDER TIME : 11:41 AM ORDER NO. : 233787-005 CUSTOMER NO. : 233787-005 CUSTOMER NO: 121501A CUSTOMER NO: 121501A CUSTOMER NO: 121501A CUSTOMER : C. Holt Smith, III, ESQ C. HOLT SMITH, III, ESQ C. HOLT SMITH, III, ESQ C. HOLT SMITH, III, ESQ Suite 3301 1 Independent Drive Jacksonville, FL 32202 DOMESTIC FILING NAME: CUSTOM SPRAY TRUCK LINERS, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING	THE UNITED STAT		····	99 MAY 10
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# ARTICLES OF INCORPORATION

FILED

99 MAY 10 PM 3:21

EFFECTIVE DATE

for

# CUSTOM SPRAY TRUCK LINERS, INC. SECRETARY CF STATE (a corporation)

Executed by the undersigned for the purposes of forming a Florida Corporation under Chapter 607, Florida Statues (1997):

## ARTICLE I. NAME AND ADDRESS

The name and address of the corporation is:

Custom Truck Spray Liners, Inc. 1734 Chalet Street Orange Park, Florida 32073

#### ARTICLE II. DURATION AND COMMENCEMENT

This corporation shall exist perpetually and shall commence on the date of execution and acknowledgment of these Articles.

## ARTICLE III. PURPOSES

This corporation is organized for the following purposes:

To own and operate a fully mobile custom applied truck bed liner business 1. for commercial customers in the truck sales industry.

To hire and/or train personnel for the purposes of carrying out these 2. purposes.

To rent, lease, purchase and/or own facilities which are sufficient for the 3. conduct and/or operation of the purposes of the corporation.

To transact any and all lawful business for which corporations may be 4. incorporated or organized.

## ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of Five Dollar (\$5.00) per share par value common stock which shall be designated common shares, all of which shall be the same class.

# ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of this corporation. The holder of each outstanding common share shall be entitled to one (1) vote per share unless otherwise provided in the By-Laws.

#### ARTICLE VI. MANAGEMENT

The business of this corporation shall be managed by a Board of Directors chosen by the Shareholders or the Shareholders may elect to have the corporation managed by the Shareholders acting as Directors, in which case the terms shall be used interchangeably herein, pursuant to Chapter 607, Florida Statues (1997).

## ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial Registered Agent of this corporation is One Independent Drive, Suite 3301, Jacksonville, Florida 32202, and the name of the initial Registered Agent of this corporation at that address is **C. HOLT SMITH**, **III**.

#### ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) Directors initially, the number of which may be increased or decreased from time to time according to the By-Laws of this corporation, but shall never be less than one (1) Director. The name and address of the initial Directors of this corporation is:

MICHAEL EUGENE KEENER	1734 Chalet Street Orange Park, Florida 32073
PHYLLIS P. KEENER	1734 Chalet Street Orange Park, Florida 32073

#### ARTICLE IX. INCORPORATOR

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

MICHAEL EUGENE KEENER

1734 Chalet Street Orange Park, Florida 32073

#### ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribing Incorporator has hereunto set his hand and seal this  $\underline{\mathcal{H}}$  day of May, 1999, for the purpose of forming this corporation under the laws of the State of Florida.

MICHAEL EUGENE KEENER

STATE OF FLORIDA COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared **MICHAEL EUGENE KEENER**, who executed the foregoing instrument as Incorporator of **CUSTOM SPRAY TRUCK LINERS**, **INC.**, a corporation named herein, and acknowledged before me that he executed the same as such incorporator, in the name of and on behalf of the said corporation. he is personally known to me \_\_\_\_\_\_ or has produced as identification and did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this  $4^{44}$  day of May, 1999.

(SEAL)

Notary Public My Commission Expires:



BERNICE E. KRESS MY COMMISSION # CC465854 EXPIRES May 21, 1999 BONDED THRU TROY FAIN INSURANCE, INC.

# CERTIFICATE DESIGNATING PLACE OF BUSINESS FILED OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE SERVED SECRETARY OF STATE IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE

FOLLOWING IS SUBMITTED:

First, that Custom Spray Truck Liners, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named C. HOLT SMITH, III, located at One Independent Drive, Suite 3301, City of Jacksonville, State of Florida, 32202, as its Agent to accept service of process within Florida.

**Custom Spray Truck Liners, Inc.** 

By: Muchap EKlener FUGENE KENNER President/Director

DATED: May 74, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Registered Agent

DATED: May \_\_\_\_\_\_ 1999