

P99000082565

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000023294 4))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : MICHAEL J. FREEMAN, P.A.  
Account Number : 072720000142  
Phone : (305) 442-1567  
Fax Number : (305) 442-1227

FLORIDA PROFIT CORPORATION OR P.A.

Figueras Seating USA, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 17 AM 8:58

B. McKnight SEP 20 1999

**ARTICLES OF INCORPORATION**

**OF**

**FIGUERAS SEATING USA, INC.**

**ARTICLE I**

The name of this corporation is Figueras Seating USA, Inc.

**ARTICLE II**

This corporation shall have perpetual existence.

**ARTICLE III**

The general nature of the business to be transacted by this corporation is purchasing, marketing and sales of commercial seating, and all other activities permitted under the laws of the United States and the State of Florida. This corporation shall have the powers as enumerated in Section §607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

**ARTICLE IV**

The principal place of business for this corporation is 153 Sevilla Avenue, Coral Gables, Florida 33134.

This document prepared by:  
Michael J. Freeman, Esq.  
153 Sevilla Avenue  
Coral Gables, FL 33134  
Florida Bar No: 155834  
Tel: (305) 442-1567

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 17 AM 8:59

ARTICLE V

The mailing address of this corporation is P.O. Box 140668, Coral Gables, Florida 33114-0668.

ARTICLE VI

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE VII

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

M.J.F. REGISTERED AGENT CORP.  
153 Sevilla Avenue  
Coral Gables, Florida 33134

ARTICLE VIII

The name and post office address of the director of this corporation is:

Michael J. Freeman  
P.O. Box 140668  
Coral Gables, Florida 33114-0668

ARTICLE IX

The corporation shall have one (1) director initially. The number of directors may be increased from time to time in accordance with the By-Laws of the corporation adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a

director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer. The corporation shall reimburse such persons for all costs, legal and other expenses reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

ARTICLE X

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

Michael J. Freeman  
P.O. Box 140668  
Coral Gables, Florida 33114-0668

ARTICLE XI

These Articles of Incorporation may be amended by manner provided by law. Every amendment shall be approved by the directors, properly proposed by them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, the party hereto has hereunto set his hand and seal at Coral Gables, Miami-Dade County, Florida, this 17<sup>th</sup> day of September, 1999.

FIGUERAS SEATING USA, INC.  
a Florida corporation

Michael J. Freeman  
By: Michael J. Freeman, Director

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE)

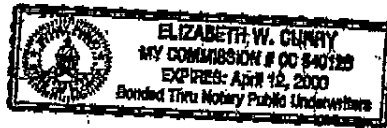
BEFORE ME personally appeared MICHAEL J. FREEMAN, with knowledge that he is the incorporator in the foregoing Articles of Incorporation and that he acknowledged before me that he executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 17<sup>th</sup> day of September, 1999.

Elizabeth W. Curry  
Notary Public, State of Florida

Print Name: Elizabeth W. Curry

My Commission Expires:



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 17 AM 8:59

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION §48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT FIGUERAS SEATING USA, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL GABLES, STATE OF FLORIDA, HAS NAMED M.J.F. REGISTERED AGENT CORP., LOCATED AT 153 SEVILLA AVENUE, CITY OF CORAL GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

FIGUERAS SEATING USA, INC.  
a Florida corporation

By: Michael J. Freeman  
Michael J. Freeman, Incorporator  
Date: September 17, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OR 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.

M.J.F. REGISTERED AGENT CORP.

By: Michael J. Freeman  
MICHAEL J. FREEMAN, President

Date: September 17, 1999