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**Incorporating Services, Ltd.**

1540 Glenway Drive  
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850.656.7956  
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**ORDER FORM**

**TO** Florida Department of State  
Division of Corporations, Clifton  
Building  
2661 Executive Center Circle  
Tallahassee, FL 32301  
corphelp@dos.myflorida.com  
850-245-6051

**FROM** Melissa Stops  
~~melstops@incserve.com~~  
850.656.7953

**REQUEST DATE** 2/20/2018

**PRIORITY** Routine

**OUR REF # (Order ID#)** 632415

**ORDER ENTITY**

DIATECH WOOD PROTECTION INC.

**PLEASE PERFORM THE FOLLOWING SERVICES:**

DIATECH WOOD PROTECTION INC. (FL)

New corp filing

**NOTES:**

\$70.00 Authorized

**RETURN/FORWARDING INSTRUCTIONS:**

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

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Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

**ARTICLES OF INCORPORATION  
OF  
DIATECH WOOD PROTECTION INC.**

The undersigned **Gene R. Moses**, being over the age of eighteen years, and for the purpose of forming a corporation under the laws of the State of Florida, and in pursuance thereof does hereby sign and acknowledge the following Articles of Incorporation, in duplicate originals, and state as follows:

**ARTICLE I**

**Corporate Name**

The name of the corporation shall be **Diatech Wood Protection Inc.**

**ARTICLE II**

**Principal Office**

The principal street address and mailing address of the corporation are:

340 Fiddlers Ct.  
St. Augustine, FL 32080

**ARTICLE III**

**Corporate Purpose**

The general nature of the business of the corporation, and the objects and purposes proposed to be transacted, promoted and carried on by it, are as follows:

1. To engage in the business of wood treatment specifically anti-sap stain, as shall from time to time be directed by the Board of Directors.
2. To engage in generally and to carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful and/or advantageous to this corporation.
3. To purchase or otherwise acquire, so far as permitted by law, the whole or any part of the undertaking and business of any person, firm or corporation engaged in a business of the same general character as that for which this corporation is organized, and the property and liabilities, including the good will, assets and stock in trade thereof, and to pay for the same either in cash or in share, or partly in cash and partly in share.
4. To purchase or otherwise acquire, and to hold, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate

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and rights in real property and any personal or mixed property, and any franchises, rights, business or privileges necessary, convenient and appropriate for any of the purposes herein expressed.

5. To acquire by purchase, subscription, or otherwise, and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge, or otherwise deal with or dispose of stocks, bonds or any obligations or securities of any corporation or corporations; and to merge or consolidate with any corporation in such manner as may be provided by law.
6. To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, except as may be prohibited by statute, and to secure as to amount, except as may be prohibited by statute, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.
7. To conduct and carry on its business, or any part thereof, and to have one or more offices, and to exercise all or any of its corporate powers and rights in the State of Florida, and in the various states, territories, colonies and dependencies of the United States, in the District of Columbia, and in all or any foreign countries or country.
8. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms or individuals, and to do every act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any parts thereof; provided the same be not inconsistent with the laws under which this corporation is organized.
9. To engage in any business, trade or activity which may lawfully be conducted by a corporation organized under the Florida Business Corporation Act.

#### ARTICLE IV

##### Duration

The corporation is to have perpetual existence.

#### ARTICLE V

##### Registered Office and Agent

The name and street address of this Corporation's initial Registered Office is:

Registered Agent Solutions, Inc.  
155 Office Plaza Dr.  
Suite A  
Tallahassee, FL 32301

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**ARTICLE VI**

**Shares**

The Corporation is authorized to issue 50,000 shares of common stock with no par value.

**ARTICLE VII**

**No Preemptive Rights**

No holder of any of the shares of the corporation shall, as such holder, have any right to purchase or subscribe for any shares of any class which the corporation may issue or sell, whether or not such shares are exchangeable for any shares of the corporation of any other class or classes, and whether such shares are issued out of the number of shares authorized by the Articles of Incorporation of the corporation as originally filed, or by any amendment thereof, or out of shares of the corporation acquired by it after the issue thereof; nor shall any holder of any of the shares of the corporation, as such holder, have any right to purchase or subscribe for any obligations which the corporation may issue or sell that shall be convertible into, or exchangeable for, any shares of the corporation of any class or classes, or to which shall be attached or shall appertain to any warrant or warrants or other instrument or instruments that shall confer upon the holder thereof the right to subscribe for, or purchase from the corporation any shares of any class or classes.

**ARTICLE VIII**

**No Cumulative Voting**

At each election of directors, every shareholder entitled to vote at such election has the right to vote in person or by proxy the number of shares of stock held by such shareholder for as many persons as there are directors to be elected. No cumulative voting for directors will be permitted.

**ARTICLE IX**

**Officers and Directors**

The names, street addresses and titles of the initial officers and directors of the corporation are:

<u>Name</u>	<u>Address</u>
Mark Tittler	340 Fiddlers Ct. St. Augustine, FL 32080

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**ARTICLE X**

### **Incorporator**

The name and address of the incorporator is as follows:

**Gene R. Moses  
2200 Rimland Drive Suite 115  
Bellingham, WA. 98226-6639**

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### **ARTICLE XI**

#### **Director Liability**

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for conduct as a director, except for liability of the director for (i) acts or omissions that involve intentional misconduct or a knowing violation of law by the director, (ii) conduct which violates Section 607.0831 of the Florida Business Corporation Act, pertaining to unpermitted distributions to shareholders or loans to directors, or (iii) any transaction from which the director will personally receive a benefit in money, property or services to which the director is not legally entitled. If the Florida Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

### **ARTICLE XII**

#### **Indemnification**

The corporation shall, to the fullest extent legally permissible under the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in any other capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

### **ARTICLE XIII**

#### **Bylaws**

The authority to make Bylaws for the corporation is hereby expressly vested in the Board of Directors of this corporation, subject to the power of the shareholders to change or repeal such By-Laws. The Board of Directors

shall not make or alter any By-Laws fixing their qualifications, classifications, terms of office or compensation.

**ARTICLE XIV**

**Amendment**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now and hereafter prescribed by statute, and all rights conferred on the stockholders and all powers of the directors herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned person, of the age of eighteen (18) years or more, as incorporator of this Corporation under the Florida Business Corporation Act, adopts these Articles of Incorporation.

DATED this 20<sup>th</sup> day of February, 2018.

Gene R. Moses  
Gene R. Moses, Incorporator

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**REGISTERED AGENT  
SOLUTIONS INC**

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**CONSENT TO SERVE AS REGISTERED AGENT**

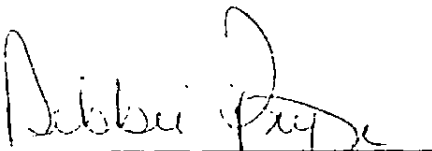
Date: 2/20/2018

RE: DIATECH WOOD PROTECTION INC.

I, Registered Agent Solutions, Inc., located at 155 Office Plaza Dr. Suite A Tallahassee, FL 32301 hereby consent to serve as Registered Agent for the above-referenced entity.

As Registered Agent it will be my responsibility to receive service of process; to forward all state and federal correspondence; and to immediately notify the Office of the Secretary of State in the event of our resignation, or of any changes in the Registered Office address.

DEBBIE PAYNE Assistant Secretary  
Name and Title

  
Signature