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DIVISION OF CORPORATIONS
CORPORATE SERVICES

FLORIDA DIVISION OF CORPORATIONS

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FROM: BLUMBERG EXCESSIOR

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET

62 WHITE ST

NEW YORK NY 10013- 000

94

TALLAHASSEE, FL 32399
FAX: (904) 922-4000CONTACT: CATHY LEACH
PHONE: (212) 431-5000
FAX: (212) 431-1441((H96000010768)))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: AK CHEMICALS INC.

FAX AUDIT NUMBER: H96000010768

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/02/1996

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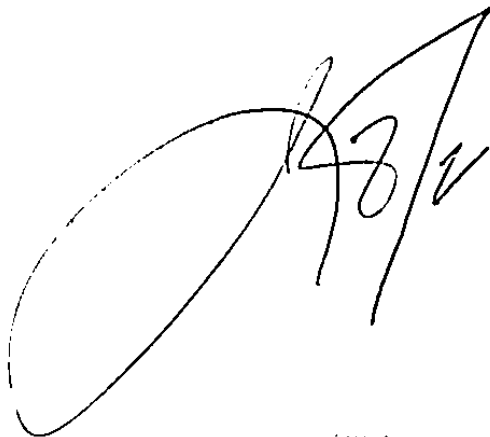
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96 AUG -2 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENCLOSURE

96 AUG -2 PM 3:58

05/10/96

H96000010768

**ARTICLES OF INCORPORATION
OF
AK CHEMICALS INC.**

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95 AUG -2 PM 4:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **AK CHEMICALS INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 5,000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 19555 East Country Club Drive, Ventura, FL 33180 and the name of its initial registered agent at such address is Farahid Kayghbodi.
6. The number of directors constituting the initial board of directors is two and the name and address of each person who is to serve as a member thereof is as follows:

AMIR KHAKI
19555 EAST COUNTRY CLUB DRIVE
VENTURA, FL 33180

FARSHID KAYGHBODI
19555 EAST COUNTRY CLUB DRIVE
VENTURA, FL 33180

7. The name and address of the sole incorporator is: **ROBERT ARATINGI**, c/o **BlumbergExcelsior Corporate Services, Inc.**, 62 White Street, 2nd Floor, New York, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: July 31, 1996


ROBERT ARATINGI
Sole Incorporator

BlumbergExcelsior
62 White St.
New York, NY 10013
H96000010768

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of AK CHEMICALS INC., the within named corporation.

Dated: *August 2, 1996*

Farshid Kayobadi
FARSHID KAYOBADI

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TALLAHASSEE, FLORIDA

BlumbergExcelsior
62 White St.
New York, NY 10013
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BlumbergExcelsior
Since 1987

62 White Street
New York, NY 10013
212 431-5000
WHL 212-2972
Fax 212 431-5111

P96000064900

08/13/96

Ms. Loria Poole
Florida Department of State
PO Box 6327
Tallahassee, FL 32314

RE: AK CHEMICALS INC.
DOCUMENT NUMBER P96000064900

Dear Ms Poole:

Pursuant to our conversation of this afternoon, please make note of the fact that the address of the ~~registered agent~~ should read as follows:

corp.

Farshid Kayghbodi
19555 East Country Club Drive
Suite 601
Ventura, FL 33180.

I understand that there is no cost involved and that the purpose of this letter is for the sending out of annual reports. The change will be made permanent when the corporation files its annual report.

Should there be any questions or problems please contact me at Ext. 554.

Thank you in advance for your assistance and courtesies.

Very truly yours,

Robert Aratingi
Robert Aratingi

Amir Khaki (AK CHEMICALS INC)

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96-AUG-13 PM 3:15

FLORIDA DEPARTMENT OF STATE

[Signature]

BlumbergExcelsior Corporate Services, Inc.

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96 AUG 14 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Spoke with Robert. Confirming change of principal with office Aug 14/96