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(Requestor's Name)

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(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

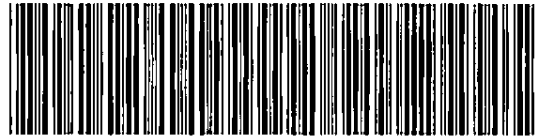
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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ALCOA FLORIDA, INC.

FILED IN OFFICE OF DEPARTMENT  
OF STATE, STATE OF FLORIDA  
by jm on April 18, 1972

RICHARD (DICK) STONE  
SECRETARY OF STATE

corp-1

# C T CORPORATION SYSTEM

ASSOCIATED WITH THE CORPORATION TRUST COMPANY  
OLIVER BUILDING - MELLON SQUARE - PITTSBURGH, PA. 15222  
281-2681 AREA CODE: 412

April 17, 1972

RE: ALCOA FLORIDA, INC.

Secretary of State  
Corporation Department  
Tallahassee, Florida 32304

Dear Sir:

Pursuant to the instructions of counsel:

Eckert, Seamans, Cherin & Mellott  
Attn: C. Kent May, Esq.  
Tenth Floor, Porter Bldg.  
Pittsburgh, Pa. 15219

APR 1972 8 - 37100 \*\*\*\*\*  
APR 1972 6 - 37000 \*\*\*\*\*  
APR 1972 5 - 36900 \*\*\*\*\*

incorporate

we enclose for filing the necessary documents to ~~quickly~~ this corporation in your state, together with funds in payment of the required fees.

When the enclosures have been filed, please notify this office by -

\_\_\_ Letter (Air Mail) \_\_\_ Telegram X Telephone. (C)

If for any reason filing cannot be effected promptly, please notify us of the details by -

\_\_\_ Letter (Air Mail) \_\_\_ Telegram X Telephone. (Collect)

The usual evidence of filing should be sent to this office.

PERMIT FEE	40
C. TAX	15
FILING	
C. COPY	
R. A. FEE	3
P. COPY	
SEARCH	
TOTAL	58
BALANCE DUE	
REFUND	

Yours very truly,

C T CORPORATION SYSTEM

By David A. Kelley  
DAVID A. KELLEY

lw  
Encl.  
SPECIAL INSTRUCTIONS

URGENT: Please have this filed on Tuesday, April 18, notifying us by collect telephone when same has been done. Phone: (412) 281-2681.

Letter out  
4-19-72  
MAC

FILED  
APR 18 3 11 PM '72  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

FILED  
MAR 31 1972  
CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance  
with said Act:

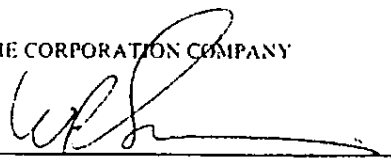
First - That ALCOA FLORIDA, INC.  
desiring to organize under the laws of the State of Florida with its principal office, as indicated in  
its articles of incorporation, in the City of Jacksonville  
County of Duval, State of Florida, has named THE CORPORATION  
COMPANY, 13th Floor, Florida Title Building, 110 W. Forsyth St., City of Jacksonville, County of  
Duval, State of Florida 32202, as its agent to receive service of process within this state.

ACKNOWLEDGEMENT:

Having been named to receive service of process for the above named corporation at the place  
designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

THE CORPORATION COMPANY

By



(Resident Agent)

W. R. Gavin, Asst. Secretary

ARTICLES OF INCORPORATION  
OF  
ALCOA FLORIDA, INC.

\* \* \* \* \*

WE, THE UNDERSIGNED, hereby agree to organize a corporation under the Laws of the State of Florida with articles of incorporation as follows:

FIRST: The name of the corporation is  
ALCOA FLORIDA, INC.

SECOND: The general nature of the business or businesses to be transacted is as follows:

To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

To make and enter into all contracts necessary and proper for the conduct of the business of the corporation: to purchase the corporate assets of any other corporation and engage in the same character of business; and to take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to the corporation.

To contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as the corporation, or its board of directors,

FILED  
MAR 15 3 11 PM '72  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

may deem necessary or expedient and shall authorize or agree upon, issue and sell bonds, debentures, notes and other evidences of indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the board of directors deem expedient.

To acquire, enjoy, utilize, and dispose of patents, copyrights and trade marks and any licenses or other rights or interests thereunder or therein.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of this state or any other state or government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey, or otherwise dispose of franchises in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in these articles of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated in these articles of incorporation.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under the Laws of the State of Florida, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in these articles of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

THIRD: The amount of capital stock authorized is Ten Thousand Dollars (\$10,000) and the maximum number of shares that the corporation is authorized to issue is One Thousand (1,000) shares of the par value of Ten Dollars (\$10.00) each.

FOURTH: The amount of capital with which the corporation will begin business is Ten Thousand Dollars (\$10,000).

FIFTH: The corporation is to have perpetual existence.

SIXTH: The street address of the principal office of the corporation in Florida is Florida Title Building, 110 W. Forsyth Street, c/o The Corporation Company, City of Jacksonville, or at such other place within the state as the board of directors from time to time by appropriate action, shall determine.

SEVENTH: The number of directors of the corporation shall be three (3).



EIGHTH: The names and street addresses of the members of the first board of directors, who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are:

<u>DIRECTORS</u>	<u>STREET ADDRESSES</u>
Vaughn R. Chase	R.D. #3, Woodcock Drive, Sewickley, Pennsylvania 15143
Robert D. Buchanan	112 Griffwood Drive, McMurray, Pennsylvania 15317
Otis M. Mader	2451 Maryland Drive, Pittsburgh, Pennsylvania 15241

NINTH: The name and street address of each subscriber of the articles of incorporation are as follows:

<u>NAMES</u>	<u>STREET ADDRESSES</u>
David A. Kelley	1347 Oliver Building, Mellon Sq. Pittsburgh, Pennsylvania 15222
Laura E. Wilson	1347 Oliver Building, Mellon Sq. Pittsburgh, Pennsylvania 15222
Leraine Brazen	1347 Oliver Building, Mellon Sq. Pittsburgh, Pennsylvania 15222

TENTH: In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To adopt or amend by-laws not inconsistent with any by-laws that may have been adopted by the stockholders.

To authorize and cause to be executed mortgages or other instruments upon or encumbering the real and personal property of the corporation.

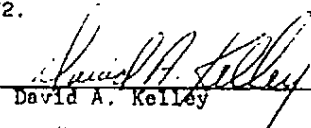
When and as authorized by affirmative vote given at a meeting or by the written consent of stockholders of record holding at least a majority of the stock entitled to vote on such proposal, to sell, lease or exchange all of the property and assets of the corporation, including its good will and its corporate franchises or any property or assets essential

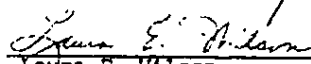
to its corporate business, upon such terms and conditions as the board of directors deem expedient.

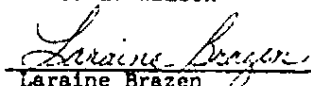
ELEVENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in the articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

TWELFTH: No holder of any shares of any class of stock of the corporation shall be entitled, as such, as a matter of right, to subscribe for or purchase or receive any part of any unissued stock of any class of the corporation, or of any stock of any class issued and thereafter acquired by the corporation, whether now authorized or hereafter created, or of any securities of any kind convertible into or evidencing the right to subscribe for or purchase or receive any stock of any class of the corporation, whether now authorized or hereafter created, and in either case, whether issued for cash, property, services or any other consideration.

WE, THE UNDERSIGNED, being all of the subscribers hereinbefore named, for the purpose of forming a corporation, do subscribe and acknowledge these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands this 17<sup>th</sup> day of April, A.D. 1972.

  
David A. Kelley

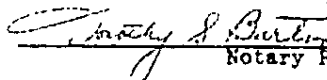
  
Laura E. Wilson

  
Laraine Brazen

STATE OF PENNSYLVANIA }  
COUNTY OF ALLEGHENY } SS:

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 David A. Kelley, Laura E. Wilson, and Laraine Brazen to me known and known to be the persons described in and who executed the foregoing articles of incorporation, and severally acknowledged before me that they executed the same and that the facts therein stated are truly set forth.

Witness my hand and official seal in the county and state last aforesaid this 17<sup>th</sup> day of April, A.D. 1972.

  
Notary Public

(Notarial Seal)

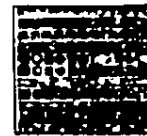
DEROTHY S. DANICH, Notary Public  
MITSUBISHI, ALLEGHENY COUNTY, PA.  
My Commission expires: NOVEMBER 15, 1975

ANNUAL FILING FEES \$5.00 - PROFIT CORP \$7.00 - NON-PROFIT CORP	<h2 style="margin: 0;">CORPORATION ANNUAL REPORT</h2>	MAY 21-75 1      568*****5.00
RESUBMIT THIS FORM & FILING FEE TO:  SECRETARY OF STATE THE CAPITOL TALLAHASSEE, FLORIDA 32304	OUR CHARTER NUMBER: ① <b>399361</b> DATE INC. OR IF FOREIGN DATE QUALIFIED IN FLA.: ② <b>04/18/1972</b> FEDERAL EMPLOYER ID. NO.: ④ <b>29-1226372</b> CHANGE TO: ③	VALIDATION AREA - DO NOT WRITE IN THIS SPACE SEC. 24: ⑤ <b>6550</b> CHANGE TO: ⑥ FISCAL CLOSE OF ACCOUNTING PERIOD (MO): ⑦ <b>12</b> CHANGE TO: ⑧ YEAR OF LAST REPORT FILED IN THIS OFFICE: ⑨ <b>1974</b> YEARS THIS REPORT COVERS: ⑩ <b>1975</b>
⑥ <b>ALCOA FLORIDA, INC</b> EXACT NAME		DO NOT WRITE IN THIS SPACE FOR DIVISION USE ONLY  <div style="transform: rotate(-90deg); transform-origin: center;">             JAN 17 9 11 AM              SECRETARIAT C              TALLAHASSEE, FL           </div>
⑦ <b>C. T. CORPORATION SYSTEM</b> 100 BISCAYNE BLVD MIAMI, FL 33132 IF RESIDENT AGENT AND/OR ADDRESS IS DIFFERENT, WRITE THIS OFFICE AT THE ABOVE ADDRESS FOR PROPER FORMS		
NOTICE: IN THE FUTURE, ALL MAIL WILL BE ADDRESSED TO THE PHYSICAL STREET ADDRESS OF CORPORATION TO COMPLY WITH THIS REQUIREMENT, PLEASE CHANGE THE MAILING ADDRESS TO REFLECT THE PHYSICAL STREET ADDRESS OF THE PRINCIPAL PLACE OF BUSINESS IF NOT ALREADY STATED		
⑧ <b>399361</b> <b>ALCOA FLORIDA, INC.</b> <b>C/O C. T. CORPORATION SYSTEM</b> <b>100 BISCAYNE BLVD.</b> <b>MIAMI, FL 33132</b>		⑨ CHANGE TO: <b>ALUMINUM COMPANY OF AMERICA</b> 100 P.O. BOX <b>1501 Alcoa Building</b> <b>Pittsburgh, Pennsylvania 15219</b>
PLEASE READ INSTRUCTIONS ON BACK		
⑨ OFFICER/DIRECTOR'S NAMES      STREET ADDRESS      CITY / STATE      TITLE(S)		
<b>CHAS. R. W. Plowman</b> <b>PITTSBURGH, PA</b> <b>PRES DIR</b> Jupiter, Florida		
<b>BUCHANAN, M. D.</b> <b>PITTSBURGH, PA</b> <b>V.P., DIR</b>		
<b>STANSBURY, J. D.</b> <b>PITTSBURGH, PA</b> <b>SEC</b>		
<b>LEWIS, L. W. Kempf</b> <b>PITTSBURGH, PA</b> <b>DIR</b>		
(Empty row for officer/director)		
(Empty row for officer/director)		
CAPITAL STOCK ⑩ <b>1,000-SHARES @ \$10.00</b>		
I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.		
AUTHORIZED SIGNATURE <i>Richard D. Buchanan</i> TITLE <b>Vice-President</b> TEL. NO. _____ DATE <b>January 13, 1975</b>		
IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED		

<p>1 399561 7 2 104/14/1972</p> <p>CHARTER NUMBER DATE INC. OR IF FOREIGN DATE QUALIFIED IN FLA.</p>		<p><b>ANNUAL REPORT</b> FOR CORPORATIONS AND OTHER ENTITIES</p>		<p>VALIDATION AREA - DO NOT WRITE IN THIS SPACE</p> <p>MY -1-74 014*****5.00</p>													
<p>3 EXACT NAME ALCOA FLORIDA, INC</p>		<p>SECRETARY OF STATE RICHARD (MCK) STONE P.O. BOX 6327 TALLAHASSEE, FLA. 32301</p>		<p>DUE JAN 1, 1974 DELINQUENT JULY 1, 1974</p> <p>PAGE 1</p>													
<p>4 FED. EMP. I.D. NO. 75-1226372</p> <p>5 SICC 6930</p>		<p><b>CORRECTIONS AND ADDITIONAL INFORMATION-PLEASE TYPE</b></p> <p>4a FED EMPLOYER ID NO</p> <p>5a SICC (SEE PAGE 4)</p>															
<p>6 C T CORPORATION SYSTEM 100 BISCAYNE BLVD MIAMI, FL 33132</p>		<p>7a OFFICERS/DIRECTORS</p> <p>STREET ADDRESS TITLE</p>															
<p>7 OFFICERS/DIRECTORS NAMES CITY / STATE</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>CHASE, V K</td><td>PITTSBURGH, PA</td></tr> <tr><td>BUCHANAN, R</td><td>PITTSBURGH, PA</td></tr> <tr><td>STAUSSEUR, J</td><td>PITTSBURGH, PA</td></tr> <tr><td>CHASE, V K</td><td>PITTSBURGH, PA</td></tr> <tr><td>BUCHANAN, R</td><td>PITTSBURGH, PA</td></tr> <tr><td>KERRY, T H</td><td>PITTSBURGH, PA</td></tr> </table>		CHASE, V K	PITTSBURGH, PA	BUCHANAN, R	PITTSBURGH, PA	STAUSSEUR, J	PITTSBURGH, PA	CHASE, V K	PITTSBURGH, PA	BUCHANAN, R	PITTSBURGH, PA	KERRY, T H	PITTSBURGH, PA	<p>8a FISCAL CLOSE OF ACCOUNTING PERIOD (MONTH)</p> <p>9a % C T Corporation System 100 Biscayne Blvd. Miami, Florida 33132</p>			
CHASE, V K	PITTSBURGH, PA																
BUCHANAN, R	PITTSBURGH, PA																
STAUSSEUR, J	PITTSBURGH, PA																
CHASE, V K	PITTSBURGH, PA																
BUCHANAN, R	PITTSBURGH, PA																
KERRY, T H	PITTSBURGH, PA																
<p>8 FISCAL CLOSE OF ACCOUNTING PERIOD 12</p> <p>9 MAILING ADDRESS ALCOA FLORIDA, INC 110 W PURDY ST JACKSONVILLE FLA</p>		<p>10 PRIMARY STOCK</p> <p>AUTH. STK. 1,000 PAR VALUE \$10.00</p>															
<p>I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.</p> <p>AUTHORIZED SIGNATURE <i>Robert D Buchanan</i></p>		<p>11a CAPITAL STOCK FOR WHICH I HOLD VALUE OF ALL CERTIFICATES OF INTEREST OR PARTICIPATION</p> <p>CLASS OR TYPE PAR NO PAR OR STATED VALUE SHARES AUTHORIZED (SEE PAGE 4)</p> <p>11b IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED</p>															
<p>11 TITLE Vice-President TEL NO</p>		<p>12 RESIDENT AGENT SIGNATURE</p>															

RICHARD (DICK) STONE  
SECRETARY OF STATE  
The Capitol  
Tallahassee, Florida 32304

State of Florida  
Department of State  
**ANNUAL REPORT**  
for Corporations and Other Entities



ADDRESS CORRECTION  
REQUESTED

DATE DUE: JAN. 1, 1973  
DATE DELINQUENT: MAR. 1, 1973

Please refer to this number for future correspondence  
regarding this corporation

399561-26-08 04/18/72

ALCOA FLORIDA INC  
110 W FORSYTH ST  
JACKSONVILLE FLA

JAN 12-73 1 623\*\*\*\*\*5.00

PLEASE TYPE 6 0145

CHANGE MAILING ADDRESS TO: 1501 Alcoa Building  
Pittsburgh, Pennsylvania Zip 15219

1. (Exact Corporate Name) 2. 25-1226372  
Fed. Emp. I.D. No.

3. 110 West Forsyth St. Jacksonville Florida  
(Street Address of Principal Office in Fla.) (City) (State) (Zip)

4. (a) Statement Attached  
(b)  
(c)  
(d)

5. (a) Statement Attached  
(b)  
(c)  
(d)

6. C T. Corporation System 100 Biscayne Blvd. Miami 33132  
(Florida Resident Agent Name) (Florida Street Address) (City) (Zip)

7. General Nature of Business 6550 B. Date Formed or Incorporated 4/18/72 9. If Foreign Corporation, Date Qualified in Florida / /  
See page 2 MO DA YR MO DA YR

10. Capital Stock (or number and book value of all certificates of interest or participation): SHARES ISSUED  
Class or Type Par or Stated Value Shares Authorized Number Book Value  
(a) Common 10.00 1,000 1,000 \$ 10,000  
(b) \$  
(c) \$

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined

12. Fiscal close of accounting period 12/31  
MO DA

13. I/WE declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31, 1972 have been paid as required under Chapter 201, Florida Statutes, and I/WE further declare that this report is true and correct.

(Corporate Seal)  
Attest: Wm. X. Lissman  
RECORDS Assistant Secretary

Alcoa Florida, Inc.  
(Corporate Name)  
By: Robert D. Buchanan  
Vice President

Return Original (with Filing Fee) to DEPARTMENT OF STATE  
DRAWER 18  
THE CAPITOL  
TALLAHASSEE, FLORIDA 32304

Corp - AR73

READ INSTRUCTIONS ON BACK

FILING FEE PER PROFIT ENTITY \$6.00  
PER NON-PROFIT ENTITY \$2.00

ALCOA FLORIDA, INC.

Officers

3 President	V. R. Chase	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
4 Vice President	R. D. Buchanan	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
Vice President	J. R. Dunkle	P. O. Box 7126, Fort Lauderdale, Florida 33304
Vice President	J. W. Mason	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
5 Secretary	J. D. Stansbury	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
Assistant Secretary	Wm. A. Forman	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
Treasurer	J. S. Pasman, Jr.	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
Assistant Treasurer	J. D. Stansbury	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
Controller	Wm. A. Forman	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219

Directors

V. R. Chase	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
R. D. Buchanan	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219
T. H. Kerry	1501 Alcoa Building, Pittsburgh, Pennsylvania 15219

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ALCOA FLORIDA, INC.

FILED IN OFFICE OF DEPARTMENT  
OF STATE - STATE OF FLORIDA  
D. Jm. April 18, 1972

RICHARD (DICK) STONE  
SECRETARY OF STATE

cop-1

# C T CORPORATION SYSTEM

ASSOCIATED WITH THE CORPORATION TRUST COMPANY  
OLIVER BUILDING - MELLON SQUARE - PITTSBURGH, PA. 15222  
281-2681 AREA CODE: 412

April 17, 1972

RE: ALCOA FLORIDA, INC.

Secretary of State  
Corporation Department  
Tallahassee, Florida 32304

FILED  
APR 18 3 11 PM '72  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir:

Pursuant to the instructions of counsel:

Eckert, Seamans, Cherin & Mellott  
Attn: C. Kent May, Esq.  
Tenth Floor, Porter Bldg.  
Pittsburgh, Pa. 15219

APR 1972 8 - 37100 \*\*\*\*\*  
APR 1972 8 - 37000 \*\*\*\*\*  
APR 1972 5 - 36900 \*\*\*\*\*

incorporate

we enclose for filing the necessary documents to ~~create~~ this corporation in your state, together with funds in payment of the required fees.

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\_\_\_ Letter (Air Mail) \_\_\_ Telegram ☒ Telephone. (C)

If for any reason filing cannot be effected promptly, please notify us of the details by -

\_\_\_ Letter (Air Mail) \_\_\_ Telegram ☒ Telephone. (Collect)

The usual evidence of filing should be sent to this office.

C. TAX	70
FILING	15
C. COPY	
R. A. FEE	3
P. COPY	
SEARCH	
TOTAL	58
BALANCE DUE	
BY FUND	

Yours very truly,

C T CORPORATION SYSTEM

By David A. Kelley  
DAVID A. KELLEY

l w  
Encl.  
SPECIAL INSTRUCTIONS:  
\* URGENT: Please have this filed on Tuesday, April 18, notifying us by collect telephone when same has been done. Phone: (412) 281-2681).

Letter out  
4-19-72  
MAC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance  
with said Act:

First - That ALCOA FLORIDA, INC.  
desiring to organize under the laws of the State of Florida with its principal office, as indicated in  
its articles of incorporation, in the City of Jacksonville,  
County of Duval, State of Florida, has named THE CORPORATION  
COMPANY, 13th Floor, Florida Title Building, 110 W. Forsyth St., City of Jacksonville, County of  
Duval, State of Florida 32202, as its agent to receive service of process within this state.

ACKNOWLEDGEMENT:

Having been named to receive service of process for the above named corporation at the place  
designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

THE CORPORATION COMPANY

By 

(Resident Agent)

W. R. Gavin, Asst. Secretary

ARTICLES OF INCORPORATION  
OF  
ALCOA FLORIDA, INC.

\* \* \* \* \*

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SECOND: The general nature of the business or businesses to be transacted is as follows:

To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

To make and enter into all contracts necessary and proper for the conduct of the business of the corporation; to purchase the corporate assets of any other corporation and engage in the same character of business; and to take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to the corporation.

To contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as the corporation, or its board of directors,

may deem necessary or expedient and shall authorize or agree upon, issue and sell bonds, debentures, notes and other evidences of indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the board of directors deem expedient.

To acquire, enjoy, utilize, and dispose of patents, copyrights and trade marks and any licenses or other rights or interests thereunder or therein.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of this state or any other state or government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey, or otherwise dispose of franchises in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in these articles of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated in these articles of incorporation.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under the laws of the State of Florida, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in these articles of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

THIRD: The amount of capital stock authorized is Ten Thousand Dollars (\$10,000) and the maximum number of shares that the corporation is authorized to issue is One Thousand (1,000) shares of the par value of Ten Dollars (\$10.00) each.

FOURTH: The amount of capital with which the corporation will begin business is Ten Thousand Dollars (\$10,000).

FIFTH: The corporation is to have perpetual existence.

SIXTH: The street address of the principal office of the corporation in Florida is Florida Title Building, 110 W. Forsyth Street, c/o The Corporation Company, City of Jacksonville, or at such other place within the state as the board of directors from time to time by appropriate action, shall determine.

SEVENTH: The number of directors of the corporation shall be three (3).

EIGHTH: The names and street addresses of the members of the first board of directors, who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are:

<u>DIRECTORS</u>	<u>STREET ADDRESSES</u>
Vaughn R. Chase	R.D. #3, Woodcock Drive, Sewickley, Pennsylvania 15143
Robert D. Buchanan	112 Griffwood Drive, McMurray, Pennsylvania 15317
Otis M. Mader	2451 Maryland Drive, Pittsburgh, Pennsylvania 15241

NINTH: The name and street address of each subscriber of the articles of incorporation are as follows:

<u>NAMES</u>	<u>STREET ADDRESSES</u>
David A. Kelley	1347 Oliver Building, Mellon Sq. Pittsburgh, Pennsylvania 15222
Laura E. Wilson	1347 Oliver Building, Mellon Sq. Pittsburgh, Pennsylvania 15222
Laraine Brazen	1347 Oliver Building, Mellon Sq. Pittsburgh, Pennsylvania 15222

TENTH: In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To adopt or amend by-laws not inconsistent with any by-laws that may have been adopted by the stockholders.

To authorize and cause to be executed mortgages or other instruments upon or encumbering the real and personal property of the corporation.

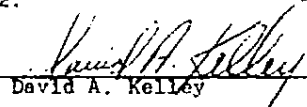
When and as authorized by affirmative vote given at a meeting or by the written consent of stockholders of record holding at least a majority of the stock entitled to vote on such proposal, to sell, lease or exchange all of the property and assets of the corporation, including its good will and its corporate franchises or any property or assets essential

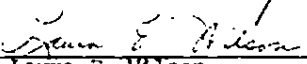
to its corporate business, upon such terms and conditions as the board of directors deem expedient.

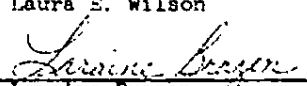
ELEVENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in the articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

TWELFTH: No holder of any shares of any class of stock of the corporation shall be entitled, as such, as a matter of right, to subscribe for or purchase or receive any part of any unissued stock of any class of the corporation, or of any stock of any class issued and thereafter acquired by the corporation, whether now authorized or hereafter created, or of any securities of any kind convertible into or evidencing the right to subscribe for or purchase or receive any stock of any class of the corporation, whether now authorized or hereafter created, and in either case, whether issued for cash, property, services or any other consideration.

WE, THE UNDERSIGNED, being all of the subscribers hereinbefore named, for the purpose of forming a corporation, do subscribe and acknowledge these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands this 19th day of April, A.D. 1972.

  
David A. Kelley

  
Laura E. Wilson

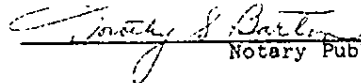
  
Laraine Brazen



STATE OF PENNSYLVANIA }  
COUNTY OF ALLEGHENY } SS:

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 David A. Kelley, Laura E. Wilson, and Lorraine Brazen to me known and known to be the persons described in and who executed the foregoing articles of incorporation, and severally acknowledged before me that they executed the same and that the facts therein stated are truly set forth.

Witness my hand and official seal in the county and state last aforesaid this 17<sup>th</sup> day of April, A.D. 1972.

  
Notary Public

(Notarial Seal)

DOROTHY S. EPPICH, Notary Public  
PITTSBURGH, ALLEGHENY COUNTY, PA.  
MY COMMISSION EXPIRES MAY 13, 1974

My Commission expires:

FILED  
APR 21 3 11 PM '72  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

ALPHA BETA, INC. merging into ALCOA FLORIDA, INC.

ERVIN, VARN, JACOBS, & ODOM  
ATTORNEYS AT LAW  
TALLAHASSEE

APR 26 7 11400 \*\*\*\*30.00  
APR 26 9 11500 \*\*\*\*15.00

4/24/72

*[Large handwritten X mark]*

3

3 cc's  
picked up  
4/24/72  
gs

C. TAX	.....
FEES	..... 15.00
R. AGENT	.....
C. COPY	..... 3.00
TOTAL	..... 45.00
N. COPY	.....
AMOUNT DUE	.....
PAY TO	.....
DATE	.....

3-99561 (a)

ALCOA FLORIDA, INC.

Agreement of Merger between  
ALCOA FLORIDA, INC.,  
and ALPHA BETA, INC.,  
(3-88802) both Fla. corps.  
merging into and under the  
name of ALCOA FLORIDA, INC.,  
the continuing corp.  
filed 4/24/72

FILED IN OFFICE OF DEPARTMENT  
OF STATE, STATE OF FLORIDA,  
to mp on 4/24/72

RICHARD (DICK) STONE  
SECRETARY OF STATE

exp-1

JOINT PLAN AND AGREEMENT OF MERGER

THIS JOINT PLAN AND AGREEMENT OF MERGER is made and entered into as of the ~~24th~~ day of April, 1972 by and between ALCOA FLORIDA, INC. (herein sometimes called "API"), a Florida corporation, and ALPHA BETA, INC. (herein sometimes called "ABI"), a Florida corporation (said corporate parties being herein sometimes collectively referred to as the "Constituent Corporations", and API being herein sometimes referred to as the "Surviving Corporation").

WITNESSETH THAT:

WHEREAS, API is a corporation organized and existing under the laws of the State of Florida, with an authorized capital stock of 1,000 shares of Common Stock, having a par value of \$10 per share, all of which shares are issued and are outstanding and are owned by Alcoa Properties, Inc.; and

WHEREAS, ABI is a corporation organized and existing under the laws of the State of Florida with an authorized capital stock of 500 shares of Common Stock, having a par value of \$1 per share, all of which shares are issued and outstanding and are owned by API; and

FILED  
APR 21 3 14 PM '72  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

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WHEREAS, the respective Boards of Directors of AFI and ABI have approved this Joint Plan and Agreement of Merger (the "Joint Plan") and AFI has, as the sole owner of all of the issued and outstanding shares of ABI, approved this Joint Plan and Alcoa Properties, Inc. has, as the sole owner of all of the issued and outstanding shares of AFI, approved this Joint Plan, both in accordance with the applicable provisions of the laws of Florida, which laws permit such merger.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants hereinafter contained, the parties hereto, intending to be legally bound hereby, agree, each with the other pursuant to the provisions of the General Corporation Law of the State of Florida, as follows:

1. ABI shall, upon and subject to the terms and conditions set forth in this Joint Plan be merged into AFI, which shall be the Surviving Corporation, and shall continue to do business under the corporate name "Alcoa Florida, Inc." as a corporation organized and existing under the laws of the State of Florida.

2. The merger provided for in this Joint Plan shall become effective upon the filing of this Joint Plan and Agreement

of Merger duly executed by each of the Constituent Corporations with the Department of State of the State of Florida, in accordance with the Florida General Corporation Law (the date of such filing being herein called the "Effective Date of the Merger").

3. Prior to the Effective Date of the Merger the Joint Plan may be terminated or abandoned at any time, either before or after and notwithstanding approval of the Joint Plan by the stockholders of either or both of the Constituent Corporations, by mutual agreement of the respective Boards of Directors of each of the Constituent Corporations.

4. The Articles of Incorporation of AFI as filed in the Office of the Secretary of the State of Florida shall constitute, from and after the Effective Date of the Merger and until amended as provided by law, the Articles of Incorporation of the Surviving Corporation.

5. The shares of capital stock of ABI issued and outstanding at the Effective Date of the Merger shall not be converted or exchanged, but shall be surrendered and cancelled, and no shares of capital stock of the Surviving Corporation shall be issued in exchange therefor.

6. Upon the Effective Date of the Merger, each share of Common Stock, having a par value of \$10 per share,

of AFI then issued and outstanding shall represent and evidence the ownership of the same number of shares of Common Stock of the Surviving Corporation.

7. The directors, the members of any committee of the Board of Directors and the officers of AFI as of the Effective Date of the Merger shall constitute and become the first directors, members of the same committees of the Board of Directors and officers of the Surviving Corporation in the same capacities, and shall hold office from the Effective Date of the Merger and until their successors shall have been chosen or appointed according to law and the by-laws of the Surviving Corporation. The by-laws of AFI as in effect immediately prior to the Effective Date of the Merger shall constitute the by-laws of the Surviving Corporation upon the Effective Date of the Merger and thereafter until duly amended.

8. Upon the Effective Date of the Merger:

(a) The Surviving Corporation shall possess all of the rights, privileges, powers and franchises, as well of a public as of a private nature, and shall be subject to all the restrictions, disabilities and duties of each of the Constituent Corporations;

(b) All property, real, personal and mixed, and all debts due to any of the Constituent Corporations on whatever account, including all choses in action and other things belonging to the Constituent Corporations shall be vested in the Surviving Corporation; and

(c) All property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were of the Constituent Corporations, and the title to any real estate vested by deed or otherwise in the Constituent Corporations shall not revert or be in any way impaired by the Joint Plan or the merger provided for herein; but all rights of creditors and all liens upon any property of either of the Constituent Corporations shall be preserved unimpaired, limited in liens to the property affected by such liens immediately prior to the Effective Date of the Merger; and all debts, liabilities and duties of the Constituent Corporations shall thenceforth attach to and become the debts, liabilities and duties of the Surviving Corporation, and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by it.



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Nothing in this paragraph 8, however, shall be deemed to limit the generality of the property and rights hereby vested in, and liabilities assumed by, the Surviving Corporation pursuant to the provisions of the laws applicable to the merger provided for herein or to exclude any other defects, obligations, liabilities or duties provided by law as incident to or resulting from such merger and not specifically mentioned herein.

9. If at any time the Surviving Corporation shall determine or be advised that any further instrument of transfer, assignments or assurances in law or any other acts or things are necessary or desirable to vest or to perfect or confirm of record or otherwise in the Surviving Corporation, the title to any property, rights, privileges, powers, franchises or any other interest of ABI, or otherwise to carry out the provisions of the Joint Plan, ABI and its proper officers and directors, as and when requested by the Surviving Corporation, shall execute and deliver any and all such instruments of transfer, assignments, assurances and other instruments.

IN WITNESS WHEREOF, Alcoa Florida, Inc. and Alpha Beta, Inc., pursuant to the approval and authority duly given

by resolutions adopted by their respective Boards of Directors and the holders of all of the issued and outstanding shares of the capital stock of each such corporation, have caused this Joint Plan and Agreement of Merger to be executed on their behalf by their duly authorized officers and their corporate seals affixed in each case as of the day and year first above written.

ATTEST:

ALCOA FLORIDA, INC.

Wm. V. Forman  
Assistant Secretary

By Vaughan R. Cohen  
President

ATTEST:

ALPHA BETA, INC.

Wm. V. Forman  
Secretary

By Vaughan R. Cohen  
President



I, WILLIAM A. FORMAN, Assistant Secretary of Alcoa Florida, Inc., a corporation of the State of Florida, do hereby certify, in accordance with the provisions of the Florida Statutes, that the foregoing Joint Plan and Agreement of Merger of Alcoa Florida, Inc. and Alpha Beta, Inc. was approved by the stockholder of said Alcoa Florida, Inc. by written consent in accordance with the provisions of the Florida Statutes.

IN WITNESS WHEREOF, I have hereunto signed my name and affixed the seal of Alcoa Florida, Inc. this 24~~th~~ day of April, 1972.

(CORPORATE SEAL)

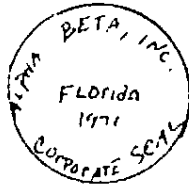
William A. Forman  
Assistant Secretary of

ALCOA FLORIDA, INC.

I, WILLIAM A. FORMAN, Secretary of Alpha Beta, Inc.,  
a corporation of the State of Florida, do hereby certify, in  
accordance with the provisions of the Florida Statutes, that  
the foregoing Joint Plan and Agreement of Merger of Alpha  
Beta, Inc. and Alcoa Florida, Inc. was approved by the  
stockholder of said Alpha Beta, Inc. by written consent in  
accordance with the provisions of the Florida Statutes.

IN WITNESS WHEREOF, I have hereunto signed my name  
and affixed the seal of said Alpha Beta, Inc. this 24~~th~~ day  
of April, 1972.

(CORPORATE SEAL)



Wm. A. Forman  
Secretary of  
ALPHA BETA, INC.

STATE OF Pennsylvania )  
COUNTY OF Allegheny ) SS.

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 Vaughan R. Chase, known to me and known to be the person described in and who executed the foregoing Agreement of Merger as President of Alcoa Florida, Inc., a corporation of the State of Florida, and one of the corporations described in and party to the foregoing Agreement of Merger, and acknowledged before me that he executed the same as such President of said corporation and that the foregoing Agreement of Merger is the act, deed and agreement of said corporation.

WITNESS my hand and official seal in the county and state last aforesaid this 24th day of April, 1972.

Micheline F. Bondi  
Notary Public

My Commission Expires: MICHELINE F. BONDI, Notary Public  
Pittsburgh, Allegheny County, Pa  
My Commission Expires  
August 4, 1975

STATE OF Pennsylvania )  
COUNTY OF Allegheny ) SS.

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 Vaughan R. Chase to me known and known to be the person described in and who executed the foregoing Agreement of Merger as President of Alpha Beta, Inc., a corporation of the State of Florida, and one of the corporations described in and party to the foregoing Agreement of Merger and acknowledged before me that he executed the same as such President of said corporation and that the foregoing Agreement of Merger is the act, deed and agreement of said corporation.

WITNESS my hand and official seal in the county and state last aforesaid this 24th day of April, 1972.

Micheline F. Bondi  
Notary Public

My Commission Expires: MICHELINE F. BONDI, Notary Public  
Pittsburgh, Allegheny County, Pa  
My Commission Expires  
August 4, 1975

<b>ANNUAL REPORT</b> \$5.00-PROFIT CORP. \$2.00-NON-PROFIT CORP.		<b>CORPORATION ANNUAL REPORT</b>		VFC-1-75 1 071*****50																													
REMIT THIS FORM & FILING FEE TO  SECRETARY OF STATE THE CAPITOL TALLAHASSEE, FLORIDA 32304		DUE—JAN 1 DELINQUENT—JULY 1 ① 379551 1 CHARTER NUMBER ② 04/10/1972 DATE INC OR W FOREIGN DATE QUALIFIED IN FLA ③ SEC 0550 ALL ENVELOPE BACK ④ CHANGE TO ⑤ FISCAL CLOSE OF ACCOUNTING PERIOD (MO) 12 ⑥ CHANGE TO		⑦ 1974 YEAR OF LAST REPORT FILED IN THIS OFFICE ⑧ 1975 YEAR(S) THIS REPORT COVERS																													
⑥ ALCOA FLORIDA, INC EXACT NAME		DO NOT WRITE IN THIS SPACE FOR DIVISION USE ONLY <div style="text-align: center; font-size: 2em; margin-top: 20px;">mb 8/28</div>																															
⑦ RESIDENT AGENT AND/OR ADDRESS IF DIFFERENT WRITE THIS OFFICE AT THE ABOVE ADDRESS FOR PROPER FORTH RESIDENT AGENT AND STREET ADDRESS 100 BISCAYNE BLVD MIAMI, FL 33132		PLEASE READ INSTRUCTIONS ON BACK																															
⑧ ADDRESS 399561 ALCOA FLORIDA INC 1501 ALCOA BUILDING PITTSBURGH, PA. 15219		⑨ CHANGE TO NO PO BOX																															
NOTICE: IN THE FUTURE ALL MAIL WILL BE ADDRESSED TO THE PHYSICAL STREET ADDRESS OF CORPORATION TO COMPLY WITH THIS REQUIREMENT PLEASE CHANGE THE MAILING ADDRESS TO REFLECT THE PHYSICAL STREET ADDRESS OF THE PRINCIPAL PLACE OF BUSINESS IF NOT ALREADY STATED																																	
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;">OFFICERS/DIRECTORS NAMES</th> <th style="width: 20%;">STREET ADDRESS</th> <th style="width: 20%;">CITY / STATE</th> <th style="width: 20%;">TITLE(S)</th> </tr> </thead> <tbody> <tr> <td><del>Charles R. W. Plouman</del></td> <td></td> <td>JUPITER, FL</td> <td>Pres Dir.</td> </tr> <tr> <td>HUGHAN, R. J.</td> <td></td> <td>PITTSBURGH, PA</td> <td>V.P. FIN</td> </tr> <tr> <td>STANBURY, J. D.</td> <td></td> <td>PITTSBURGH, PA</td> <td>Asst. SEC TREAS</td> </tr> <tr> <td><del>Charles L. W. Kempf</del></td> <td></td> <td>PITTSBURGH, PA</td> <td>CLK</td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>						OFFICERS/DIRECTORS NAMES	STREET ADDRESS	CITY / STATE	TITLE(S)	<del>Charles R. W. Plouman</del>		JUPITER, FL	Pres Dir.	HUGHAN, R. J.		PITTSBURGH, PA	V.P. FIN	STANBURY, J. D.		PITTSBURGH, PA	Asst. SEC TREAS	<del>Charles L. W. Kempf</del>		PITTSBURGH, PA	CLK								
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CAPITAL STOCK ⑩ 1,000 SHARES @ \$10.00		I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.																															
⑪ CLASS OR TYPE PAR NO OR ORIGINATED VALUE SHARES AUTHORIZED NUMBER OF SHARES Common 10.00 1,000 \$10,000		AUTHORIZED SIGNATURE: <i>Robert J. Plouman</i> TITLE Vice-President TEL NO DATE July 14, 1975																															
⑫ IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED		CORP AR75																															





Corp-48

No. 3-99561 *surv*

ALCOA FLORIDA, INC.

Capital Stock, \$ 1,000 sh com at \$10

Principal Office Jacksonville

Filed April 18, 1972

Filed By

(a) Agreement of Merger between ALCOA FLORIDA, INC.,  
and ALPHA BETA, INC., (3-88802) both Fla.  
corps, merging into and under the name of  
ALCOA FLORIDA, INC., the continuing corp.  
filed 4/21/72

399561

A M E N D M E N T

ALCOA FLORIDA, INC.

amending its corporate name to

GOULD FLORIDA INC.

FILED: 1-14-77

CHARTER: 399561

*Grand.  
1-24-77*

*M*

CERTIFIED COPY SENT

C. TAX	_____
FILING	<u>15.00</u>
R. AGENT	_____
C. COPY	<u>15.00</u>
TOTAL	<u>30.00</u>
N. BANK	_____
BALANCE DUE	_____
REFUND	_____
PHOTO COPY	_____

*X. Ref 591719*



BRUCE A. SMATHERS  
SECRETARY OF STATE

Kenneth F. Kelly  
100 Scona Dr.  
Jupiter, Florida 33458

## Secretary of State

STATE OF FLORIDA  
THE CAPITOL  
TALLAHASSEE 32304

January 14, 1977

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
— SUITE 420 —  
6501 N.W. 36th STREET  
MIAMI, FLORIDA 33166

DAVID C. MACNAMARA  
ASSISTANT SECRETARY OF STATE

F. R. RITTER  
DIRECTOR  
DIVISION OF CORPORATIONS  
Telephone: 904/488-3140

Dear Sir:

SUBJECT: Amendment to  
ALCOA FLORIDA, INC.  
Charter Number: 399561

This will acknowledge receipt of the following:

1. ☒ Check in the amount of \$ 30.00
2. ☐ Articles of Incorporation.
3. ☒ Amendment to Articles of Incorporation files. 1-14-77
4. ☐ Articles of Merger or Consolidation filed.
5. ☐ Certificate of Withdrawal filed.
6. ☐ Limited Partnership filed.
7. ☐ Trademark Application filed.
8. ☐ Application for qualification filed \_\_\_\_\_. It is no longer required to issue a permit. A certificate under seal to this effect may be obtained for \$5.
9. ☐ Reinstatement filed.
10. ☐ Dissolution filed.
11. ☒ OTHER: Amending its corporate name to GOULD FLORIDA INC.

### ENCLOSED:

1. ☒ Certified Copy(ies).
2. ☐ Certificate(s) Under Seal.
3. ☐ Photocopy(ies).
4. ☐ OTHER:

eh/kh

ARTICLES OF AMENDMENT

OF

ALCOA FLORIDA, INC.

(BY VOTE OF SHAREHOLDERS)

PURSUANT TO SECTION 607.187 OF THE GENERAL CORPORATION ACT OF  
FLORIDA, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

FIRST: THE NAME OF THE CORPORATION IS Alcoa

Florida, Inc.

SECOND: THE CERTIFICATE OF INCORPORATION OF THIS CORPORATION IS  
AMENDED BY CHANGING THE ARTICLE NUMBERED " FIRST " SO THAT, AS AMENDED, SAID  
ARTICLE SHALL READ AS FOLLOWS:

" THE NAME OF THE CORPORATION IS GOULD FLORIDA INC."

THIRD: THE AMENDMENT TO THE ARTICLES OF INCORPORATION WAS ADOPTED  
AND BOARD OF DIRECTORS  
BY THE SHAREHOLDERS OF THE CORPORATION ON THE 12th DAY OF January, 1977.

FOURTH: IF SUCH AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION  
OR CANCELLATION OF ISSUED SHARES, THE MANNER IN WHICH THE SAME SHALL BE EFFECTED,  
IF IT IS NOT SET FORTH IN THE AMENDMENT ITSELF, IS AS FOLLOWS:

SIGNED THIS 12th DAY OF January, 1977

ALCOA FLORIDA, INC.

(NAME OF CORPORATION)

BY

Daniel T. Carroll  
(PRESIDENT OR VICE PRESIDENT)

D.T. Carroll, President

(TYPE OR PRINT NAME AND CAPACITY)

X

Edmund C. Parker  
(SECRETARY OR ASSISTANT SECRETARY)

E. C. Parker, Secretary

(TYPE OR PRINT NAME AND CAPACITY)

FILED  
JUN 14 10 39 AM '77  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF ILLINOIS )  
 ) SS:  
COUNTY OF C O O K )

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 12th  
DAY OF January, 19 77, BY D. T. Carroll  
(NAME OF OFFICER)

President OF Alcoa Florida, Inc.  
(TITLE OF OFFICER) (NAME OF CORPORATION)

ON BEHALF OF THE CORPORATION.

  
NOTARY PUBLIC

MY COMMISSION EXPIRES  
JUNE 10, 1978

(SEAL)

# STATE OF FLORIDA

DEPARTMENT OF STATE • DIVISION OF CORPORATIONS

I certify that the following is a true and correct copy of Certificate of Amendment to Articles of Incorporation of ALCOA FLORIDA, INC., a corporation organized and existing under the Laws of the State of Florida, amending its corporate name to GOULD FLORIDA INC., filed on the 14th day of January, A.D., 1977, as shown by the records of this office.



GIVEN under my hand and the Great  
Seal of the State of Florida, at  
Tallahassee, the Capital, this the  
14th day of January

1977.

*Burr O. Smith*

SECRETARY OF STATE

SEE IMPORTANT DISSOLUTION NOTICE ON OTHER SIDE



Bruce A. Smathers  
Secretary of State  
Form COR 820 (8-77)

STATE OF FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
**CORPORATION ANNUAL REPORT  
AND DISSOLUTION NOTICE**

1977  
THIS REPORT MUST BE ACCOMPANIED BY A \$5 FEE.

FILED FOR FILING  
22-10-57  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1. Name and Address of Corporation Principal Office: <b>399561 GOULD FLORIDA INC.</b> <b>1501 ALCOA BLDG</b> <b>PITTSBURGH, PA 15210</b>		2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient. Street Address: <b>10 Gould Center</b> P.O. Box No.: <b>1083</b> City: <b>Rolling Meadows</b> State: <b>Illinois</b> Zip Code: <b>60008</b>	
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3. Date Incorporated or Qualified To Do Business in Florida <b>04/18/1972</b>	4. Federal Employer Identification Number (FEIN) <b>25-1226372</b>	5. Date of Last Report <b>1976</b>
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6. Names and Street Addresses of Each Officer and Director				
Names of Officers and Directors	Title	Director (X)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
<b>PLEWMAN, R. W.</b>	<b>PRES</b>	<b>X</b>	<b>100 SCONA DR.</b>	<b>JUPITER, FL.</b>
<b>BUCHANAN, R. D.</b>	<b>DIR</b>		<b>1501 ALCOA BLDG.</b>	<b>PITTSBURGH, PA</b>
<b>STANSBURY, J. D.</b>	<b>SEC</b>		<b>1501 ALCOA BLDG.</b>	<b>PITTSBURGH, PA</b>
<b>KEMPF, L. W.</b>	<b>DIR</b>		<b>1501 ALCOA BLDG.</b>	<b>PITTSBURGH, PA</b>
Schedule Attached			All Officers and Directors located at <b>10 Gould Center</b> <b>Rolling Meadows, IL 60008</b>	

7. Registered Agent Information  If you wish to change Registered Agent on this form, enter all new information here	Name <b>CY CORPORATION SYSTEM</b>		Street Address (Do NOT Use P.O. Box Number) <b>100 BISCAYNE BLVD</b>
	City, State and Zip Code <b>MIAMI, FL 33132</b>		
	Name		Street Address (Do NOT Use P.O. Box Number)
	City, State and Zip Code		

8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee.

*No Other Titles Will Be Accepted. Your Report Will Be Returned If It Does NOT Bear An Authorized Signature.*

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 807 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As if Made Under Oath.

Typed Name of Signing Officer <b>Fredrick L. Specht</b>	Title <b>Assistant Secretary</b>	Telephone Number <b>(312) 640-0433</b>
Signature <i>Fredrick L. Specht</i>		Date <b>November 18, 1977</b>

GOULD FLORIDA INC.  
(A Florida Corporation)

DIRECTORS

W. T. Ylvisaker  
D. T. Carroll  
E. C. Parker

OFFICERS

W. T. Ylvisaker	Chairman
D. T. Carroll	President
E. C. Parker	Vice President
J. R. Gift	Vice President
F. S. Miller	Vice President
J. J. Cunnane	Treasurer
I. R. Schafer	Secretary
F. L. Specht	Assistant Secretary
D. Quinlan	Assistant Secretary
C. Jackson	Assistant Secretary
George P. Millington	Senior Vice President

SHAREHOLDER - Gould Realty - 100% (1,000 shares)


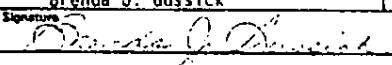
Authorized 1,000 shares at \$10.00 per value (Stated Capital \$10,000)



APPROVED  
AND  
FILED  
FLORIDA DEPT. OF STATE  
CORPORATIONS DIVISION  
TALLAHASSEE, FLORIDA

Aug 2 1978 780211

THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.

STATE OF FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS				CORPORATION ANNUAL REPORT 1978	
THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE (Form COR 820) 12-1-77					
READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES					
1. Name and Address of Corporation Principal Office:  399561 GOULD FLORIDA INC. 10 GOULD CENTER ROLLING MEADOWS, IL 60008			2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient.  Street Address  P.O. Box No.  City  State  Zip Code		
3. Date Incorporated or Qualified To Do Business in Florida 06/18/1977			4. Federal Employer Identification Number (FEIN) 29-1226372		5. Date of Last Report 1977
6. Names and Street Addresses of Each Officer and Director					
Names of Officers and Directors		Title	Director (x)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	
CARROLL, D. T.		DIR		10 GOULD CENTER ROLLING MEADOWS, IL	
PARKER, E. C.		V.P.		10 GOULD CENTER ROLLING MEADOWS, IL	
GIFT, J. R.		V.P.		10 GOULD CENTER ROLLING MEADOWS, IL	
MILLER, F. S.		V.P.		10 GOULD CENTER ROLLING MEADOWS, IL	
CUNNANE, J. J.		TRES		10 GOULD CENTER ROLLING MEADOWS, IL	
SCHAFER, J. R.		SEC		10 GOULD CENTER ROLLING MEADOWS, IL	
Jack, Nancy R.		SEC		10 Gould Center Rolling Meadows, IL	
Gussick, Brenda J.		Post Sec		10 Gould Center Rolling Meadows, IL	
7. Registered Agent Information		Name C T CORPORATION SYSTEM City, State and Zip Code MIAMI, FL 33132			
If you wish to change Registered Agent on this form, enter all new information here		Street Address (Do NOT Use P.O. Box Number) 100 BISCAYNE BLVD Name Street Address (Do NOT Use P.O. Box Number) City, State and Zip Code			
8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee. No Other Titles Will Be Accepted. Your Report Will Be Returned if it Does NOT Bear An Authorized Signature.					
I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 807 F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.					
Typed Name of Signing Officer Brenda J. Gussick		Title Assistant Secretary		Telephone Number 312/640-4033	
Signature 				Date June 29, 1978	

NOTE: THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.

M E R G E R

GOULD REALTY INC.

842553

MERGER MERGING:

GOULD FLORIDA INC. (399561)

&

BREAKWATER HOUSING CORP. (205839)

EXECUTED COPY

FILED: 1/11/79

9  
1-12-79

399561