

To: The Florida Dept. of State
Subject: 00162.1148.5

From: Ashley Smith

Monday, November 23, 2009 3:41 PM Page: 1 of 9

Division of Corporations

https://filesubm01/corp/efilcovr.exe

**Florida Department of State
Division of Corporations
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.

((H09000246474 3)))



H090002464743ABC3

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)617-6381

From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : FCA0900000014
Phone : (850)222-1173
Fax Number : (850)224-1640

RECEIVED
09 NOV 23 PM 4:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: dirving@jcsichem.com

**FOREIGN PROFIT/NONPROFIT CORPORATION
JCI JONES CHEMICALS, INC.**

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 09 |
| Estimated Charge | \$78.75 |

FILED
09 NOV 23 PM 12:43
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

UND 11/24

H09000246474 3

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. JCI Jones Chemicals, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

(State or country under the law of which it is incorporated)

3. 16-0809645

(FBI number, if applicable)

4. January 23, 1956

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1819 Main Street, Suite 1100

(Principal office address)

Sarasota, Florida 34236

(Current mailing address)

8. SEE ATTACHED FOR LIST OF PURPOSE(S)

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Dawn Irving

Office Address: 1819 Main Street, Suite 1100

Sarasota

(City)

, Florida 34236

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place
designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I
further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.*


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to
the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction
under the law of which it is incorporated.

H09000246474 3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

09 NOV 23 PM 12:43

H09000246474 3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

09 NOV 23 PM 12:43

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED FOR LIST OF DIRECTORS

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED FOR LIST OF OFFICERS

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

14. Jeffrey W. Jones, President
(Typed or printed name and capacity of person signing application)

H09000246474 3

H09000246474 3

ITEM 8 (Continued)

(Purpose(s) of the corporation authorized in home state or country to be carried out in state of Florida)

To process, refine, treat, extract, produce, manufacture, store, purchase or otherwise acquire, deal in, sell, distribute, transport, handle, market and otherwise turn to account or dispose of, either in their natural form or any altered, converted or manufactured form, chemicals and chemical compositions of any form, state, mixture, nature or description whatsoever, including, without limiting the generality of the foregoing, soda, salt, caustic soda, ash, ammonia, chlorine, bicarbonate of soda, superphosphate, sulphuric acid, mixed fertilizer, ammonium sulphate, ammonium phosphate, phosphoric acid, ethylene glycol, sulphur, ethylene oxide, polyethylene and other organic chemicals, and all mixtures, derivatives, products or by-products of such chemicals.

To process, refine, treat, extract, produce, manufacture, store, purchase or otherwise acquire, deal in, sell, distribute, transport, handle, market and otherwise turn to account or dispose of, either in their natural form or any altered, converted or manufactured form, gas, oil and other hydrocarbons, and compositions thereof, of any form, state, mixture, nature or description whatsoever, including, without limiting the generality of the foregoing, ethane, methane, butane, propane, gasoline and kerosene, and all mixtures, derivatives, products or by-products of such hydrocarbons.

To process, refine, treat, extract, produce, manufacture, store, purchase or otherwise acquire, deal in, sell, distribute, transport, handle, market and otherwise turn to account or dispose of steel, iron, brass, copper, silver, nickel and other metals and metal products, plastics and plastic products, wood and wooden products, paper and paper products, and stone and stone products.

To construct, build, hire, purchase or otherwise acquire or hold, and to establish, maintain, lease and operate equipment, machinery, houses, stations, buildings, refineries, laboratories, warehouses, factories and all other property or structures suitable or useful in connection with any of the purposes herein set forth.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of this corporation

To acquire by purchase, subscription or otherwise, and to hold, receive, own, guarantee, assign, sell, transfer, exchange, pledge, mortgage or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, warrants, scrip, bonds, rights, notes, debentures, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, syndicates, joint stock companies, firms, associations, trusts or persons, public or private, or by the Government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the protection, preservation, improvement and enhancement in value thereof.

To borrow or raise moneys and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, bills of exchange, drafts, bonds, warrants, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, or by assignment of the corporation's interest in moneys due or to become due or

H09000246474 3

H09000246474 3

owing to or to be owing to the corporation, or otherwise to sell, pledge, or otherwise dispose of such bonds or other obligations of the corporation.

To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, convey, sell or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

To conduct and carry on any experimental and research work.

To purchase, manufacture or otherwise acquire, own, invest in, pledge, mortgage, sell, assign and transfer, import, export, forward, ship or otherwise dispose of, trade and deal in and deal with goods, wares and merchandise and real and personal property of every class and description, and to carry on a general business of buying, selling and distributing said wares, goods, merchandise and real and personal property; to act as agent, factor or otherwise for any person, firm, corporation, association or other organization in connection with the purchase or sale of any wares, goods, merchandise, materials or other personal property; to act as factor, broker, agent, representative or attorney-in-fact for any person, firm, corporation, trustee, association or other organization for any and every lawful purpose.

To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation; to enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

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 New York upon corporations formed under the Stock Corporation Law; to do any and all things and exercise any and all powers which may now or hereafter be lawful for the corporation to do or exercise under and in pursuance of the Stock Corporation Law, or of any other law that might now or hereafter be applicable to the corporation

The foregoing clauses shall be construed both as purposes and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of this corporation.

H09000246474 3

H09000246474 3

ITEM 12A (Continued)

DIRECTORS OF JCI JONES CHEMICALS, INC.

Jeffrey W. Jones (Chairman)
15 South Drive
Sarasota, Florida 34239

Ryan C. Jones
2225 Mietaw Drive
Sarasota, Florida 34239

John A. Woelfel
7053 Lennox Place
University Park, Florida 34201

Jeffrey R. W. Jones
4212 Windemere Place
Sarasota, Florida 34231

Susan M. Jones
15 South Drive
Sarasota, Florida 34239

James M. Hartman, Esq. (Vice Chairman)
15 Oakfield Way
Pittsford, New York 14534

Frank Levin
850 Hudson Avenue
Sarasota, Florida 34236

James M. Chappel
4176 Hearthstone Drive
Sarasota, Florida 34238

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 NOV 23 PM 12:43

H09000246474 3

To: The Florida Dept. of State
Subject: 000162.114855

From: Ashley Smith

Monday, November 23, 2009 3:44 PM Page: 7 of 9

H09000246474 3

ITEM 12B (Continued)

OFFICERS OF JCI JONES CHEMICALS, INC.

Jeffrey W. Jones – Chief Executive Officer and President
15 South Drive
Sarasota, Florida 34239

John A. Woelfel – Chief Financial Officer, Corporate Vice President, Treasurer and Assistant Secretary
7053 Lennox Place
University Park, Florida 34201

James M. Hartman, Esq. – Secretary and General Counsel
15 Oakfield Way
Pittsford, New York 14534

09 NOV 23 PM 12:43

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H09000246474 3

09 NOV 23 PM 12:43

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**State of New York
Department of State } SS:**

I hereby certify, that the Certificate of Incorporation of JCI JONES CHEMICALS, INC. was filed on 01/23/1956, under the name of JONES CHEMICALS, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation. I further certify the following:

- A Certificate of Amendment was filed on 12/27/1967.
- A Certificate of Amendment was filed on 12/23/1969.
- Certificate of Change was filed on 10/15/1990.
- A Certificate of Merger was filed on 04/01/1993.
- A Biennial Statement was filed 04/02/1993.
- A Biennial Statement was filed 03/08/1994.
- A Certificate of Amendment was filed on 02/10/1995.
- A Biennial Statement was filed 01/13/1998.
- A Certificate of Amendment was filed on 06/11/1998.
- A certificate changing name to JCI JONBS CHEMICALS, INC. was filed on 02/08/1999.
- A Biennial Statement was filed 02/18/2000.
- A Certificate of Amendment was filed on 04/19/2000.
- A Biennial Statement was filed 01/07/2002.
- A Biennial Statement was filed 01/20/2004.
- A Certificate of Amendment was filed on 01/05/2005.
- A Biennial Statement was filed 03/14/2006.
- A Biennial Statement was filed 02/14/2008.
- A Certificate of Merger was filed on 11/20/2009.

I further certify, that no other documents have been filed by such Corporation.

Witness my hand and the official seal



H09000246474 3

To: The Florida Dept. of State
Subject: 000162.114855

From: Ashley Smith

Monday, November 23, 2009 3:44 PM Page: 9 of 9

H09000246474 3

*of the Department of State at the City
of Albany, this 20th day of November
two thousand and nine.*



Daniel Shapiro
First Deputy Secretary of State

200911230050 * 87

H09000246474 3