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Division of Corporations

Gray Robinson

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FLORIDA PROFIT/NON PROFIT CORPORATION
International Tar Association, Inc.

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**ARTICLES OF INCORPORATION
OF
INTERNATIONAL TAR ASSOCIATION, INC.
A FLORIDA NONPROFIT CORPORATION**

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**ARTICLE I
NAME OF CORPORATION, MAILING ADDRESS
AND ADDRESS OF PRINCIPAL OFFICE**

The name of this corporation shall be International Tar Association, Inc. The principal office of this corporation shall be at 1980 North Atlantic Ave., Cape Royal Suite 918, Box 107, Cocoa Beach, FL, 32931. The corporation's mailing address shall be: c/o Saqib Ishaq-Registered Agent, 301 E. Pine St., Suite 1400, Orlando, FL 32801.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be 301 E. Pine St., Suite 1400, Orlando, FL 32801, and the name of the initial registered agent for the corporation shall be Saqib Ishaq, Esq.

**ARTICLE III
SPECIFIC AND GENERAL PURPOSES**

Section 1. The specific and primary purpose for which this corporation is formed for the purpose of establishing an association of individuals and companies having a common business interest in the coal tar and related industries through which the individuals and companies may

be able to study, advance, promote, and be informed of advancements and issues affecting the coal tar industry.

Section 2. The general purposes for which this corporation is organized are exclusively within the meaning of Section 501(c)(6) of the Internal Revenue Code as amended ("Code"), or the corresponding provisions of any future federal tax laws.

Section 3. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under the Code, or the corresponding provisions of any future federal tax laws.

ARTICLE IV POWERS

This corporation shall be authorized to exercise the powers permitted nonprofit corporations under Chapter 617 of Florida Statutes; provided, however, that this corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(6) of the Code.

ARTICLE V MEMBERSHIP

The qualification for members and the manner of their admission shall be as regulated by the Bylaws.

ARTICLE VI

TERM

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VII

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator of this corporation are as follows:

<u>Tim Bart</u>	<u>Carbon Management, Inc.</u> <u>260 Highway 202 and 31, Suite 400</u> <u>Flemington, NJ 08822</u>
<u>Saqib Ishaq</u>	<u>Gray Robinson, P.A.</u> <u>301 E. Pine St., Suite 1400</u> <u>Orlando, FL 32801</u>

ARTICLE VIII

BOARD OF DIRECTORS

Section 1. The number of directors constituting the first Board of Directors of the Corporation shall be four (4). Thereafter, the number of directors constituting the Board shall be as provided in the Bylaws of the corporation; provided, however, that there shall never be less than four (4) directors.

Section 2. The names and addresses of the first Board of Directors who shall serve until their successors are elected by the membership as provided in the bylaws of the corporation are as follows:

<u>Tim Bart</u>	<u>Carbon Management, Inc.</u> <u>260 Highway 202 and 31, Suite 400</u> <u>Flemington, NJ 08822</u>
<u>Thomas Longstaff</u>	<u>GEO Specialty Chemicals, Inc.</u> <u>340 Mathers Road</u> <u>Ambler, PA 19002-3420</u>
<u>Tushar Choudhary</u>	<u>Himadri Chemicals & Industries Ltd.</u> <u>23A Netaji Subhas Road, 8th Flr, Suite No. 15</u> <u>Kolkata, 700 001, India</u>
<u>Peter Blaschek</u>	<u>Allied Carbon Trading Ltd.</u> <u>10 Glencarron Close, Hoddlesden</u> <u>Darwen, Lancashire, BB3 3RF UK</u>

ARTICLE IX

DEDICATION OF ASSETS AND DISSOLUTION

Section 1. The property of this corporation is irrevocably dedicated to the purposes set forth herein and no part of the net earnings or assets of this corporation shall inure to the benefit of any officer, director, or member of the corporation or to the benefit of any private individual. When appropriate, the Board of Directors may determine to reasonably compensate any officer, director, or member of the corporation in accordance with and commensurate with the services performed by such person.

Section 2. Upon the dissolution and winding up of this corporation, its assets remaining after payment or provision for payment of its debts and liabilities shall be returned to members in proportion to dues paid or contributions made. Any assets remaining after return of

proportionate dues paid, if any, shall be distributed in accordance with Sections 501(c)(6) and corresponding revenue rulings of the IRS.

ARTICLE X

BYLAWS

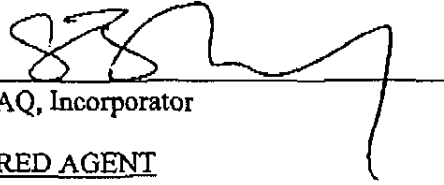
Subject to any limitations at any time contained in the Bylaws of this corporation and in Chapter 517, Florida Statutes, Bylaws of this corporation may be adopted, altered, amended or rescinded, and new Bylaws adopted at any time in the manner provided in the corporation's Bylaws.

ARTICLE XI

AMENDMENT OF ARTICLES

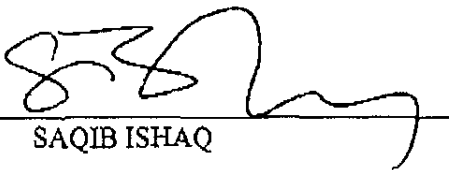
These Articles of Incorporation may be amended or amended and restated pursuant to resolution adopted by the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has hereto set his hand and seal this 7th day of January, 2014, for the purpose of forming this corporation not for profit under the laws of the State of Florida.


SAQIB ISHAQ, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of INTERNATIONAL TAR ASSOCIATION, INC.


SAQIB ISHAQ

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