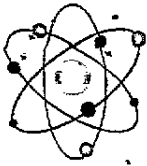


TRANSMITTAL LETTER

(Proposed corporate name - must include suffix)

**NOTE: Please provide the original and one copy of the articles.**



# **Engineered Plastic Resins, Inc.**

*Prime, virgin wide spec, reprocessed, regrind, compounds and custom colors*

December 24, 1999

## **Articles of Incorporation**

**Of**

## **Engineered Plastic Resins, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED  
99 DEC 28 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **Article I – Name**

The name of the Corporation is **Engineered Plastic Resins, Inc.**

### **Article II – Principal Office**

The address of the principal office is 4575 Via Royale, Suite 104, Fort Myers, FL 33919 and the mailing address is the same.

### **Article III – Shares**

The maximum number of shares that this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock, each share having a par value of One Dollar (\$1.00).

### **Article IV – Initial Registered Agent and Street Address**

The name and street address of the corporation's initial registered office and agent is Timothy E. Duke, 1445 Argyle Drive, Fort Myers, FL 33919.

I accept the duties and responsibilities of registered agent for said corporation.

### **Article V – Incorporator**

The name and street address of the incorporator to these Articles of Incorporation are:

Timothy Duke  
Engineered Plastic Resins, Inc  
4575 Via Royale, Suite 104  
Fort Myers, FL 33919

# **Engineered Plastic Resins, Inc.**

*Prime, virgin wide spec, reprocessed, regrind, compounds and custom colors*

## **Article VI – Nature of Business**

The corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

## **Article VII – Powers of Corporation**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to the limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **Article VIII – Term of Existence**

This corporation shall have perpetual existence.

## **Article IX – Bylaws**

The board of directors of the corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend, or repeal the Bylaws of the Corporation, but the affirmative vote of a majority of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

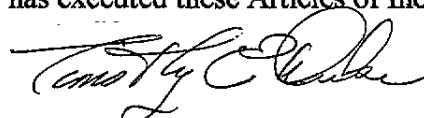
## **Article XI – Amendment**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

## **Article X – Title**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

The undersigned incorporator has executed these Articles of Incorporation this 24<sup>th</sup> day of December, 1999.



Timothy E. Duke, Incorporator /Registered Agent