

*David S. Eldredge, P.A.*  
ATTORNEY AT LAW

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December 30, 1999

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-01/03/00--01119--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: BOYD ENVIRONMENTAL TECHNOLOGIES, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation for the above-named corporation, together with my check in the amount of \$70.00 to cover the filing costs.

Kindly acknowledge receipt and filing of same by placing your date stamp on the enclosed copy of the Articles of Incorporation and return same to the undersigned in the envelope provided.

If you should require additional information, please don't hesitate to contact me.

Sincerely,

*David S. Eldredge*  
David S. Eldredge  
Attorney At Law

DSE/rs

Enclosures

FILED  
00 JAN -3 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF**

**BOYD ENVIRONMENTAL TECHNOLOGIES, INC.**

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby associates herself to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is:

**BOYD ENVIRONMENTAL TECHNOLOGIES, INC.**

**ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is the sale, lease and servicing of environmental products and services; and to engage in every and any respect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property of the corporation, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a par value of One Dollar and NO/100 (\$1.00). The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock.

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is ONE HUNDRED DOLLARS.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is 102 14th Avenue South, (P. O. Box 51272), Jacksonville, FL 32240. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

#### **ARTICLE VII. DIRECTOR AND SHAREHOLDER**

The corporation shall have one director and three shareholders initially. Then number of directors may be increased from time to time, by By-laws adopted by the stockholders.

The name and post office address of the initial director is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
ANDREW R. BOYD	102 14th Avenue South P O Box 51272 Jacksonville Beach, FL 32240

The names and post office addresses of the initial shareholders are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
ANDREW R. BOYD	102 14th Avenue South P O Box 51272 Jacksonville Beach, FL 32240
MARY BOYD	7836 Renault Drive Jacksonville, FL 32210
LINDA A. LANE	8227 Laird Street Panama City, FL 32408

#### **ARTICLE VIII. INITIAL OFFICER**

The name and post office address of the initial officer is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
ANDREW R. BOYD President/Secretary/Treasurer	P O Box 51272 102 14th Avenue South Jacksonville Beach, FL 32250

**ARTICLE IX. INCORPORATOR**

The name and post office address of the sole incorporator of these Articles of Incorporation is:

**NAME**

**ADDRESS**

ANDREW R. BOYD

P O Box 51272  
102 14th Avenue South  
Jacksonville Beach, FL 32250

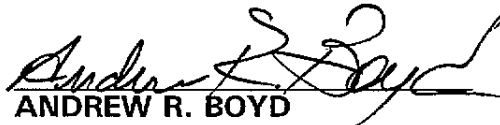
**ARTICLE X. AMENDMENT**

These Articles of Incorporation may be amended only by the unanimous vote of the stockholders.

**ARTICLE XI. REGISTERED AGENT AND OFFICE**

The registered agent and office for this corporation shall be ANDREW R. BOYD to accept service of process within the State as to this corporation.

The Registered Agent and office of the Corporation may be changed by the Corporation at any time in accordance with the provisions of Florida law.

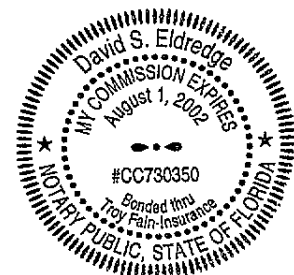
  
ANDREW R. BOYD

STATE OF FLORIDA  
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ANDREW R. BOYD to me personally known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before that ANDREW R. BOYD subscribed to those Articles of Incorporation. Declarant is personally known to me, or produced a driver's license as identification.

30<sup>th</sup> Witness my hand and official seal in the County and State named above this day of December, 1999.

  
NOTARY PUBLIC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:**

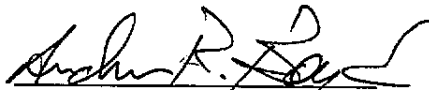
**FIRST: THAT BOYD ENVIRONMENTAL TECHNOLOGIES, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS AT P. O. BOX 51272, 102 14th Avenue South,  
Jacksonville Beach, FL 32240 HAS NAMED ANDREW R. BOYD, P. O. BOX 51272,  
102 14th Avenue South, Jacksonville Beach, FL 32240 AS ITS REGISTERED AGENT  
AND OFFICE TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**



**ANDREW R. BOYD**

**DATE: December 30, 1999**

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.**



**ANDREW R. BOYD  
REGISTERED AGENT**

**DATE: December 30, 1999**

**FILED**  
**00 JAN -3 AM 7:54**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**