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January 18, 2000

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Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: Environ Chemical Company, Articles of Incorporation

Dear Sirs/Madames:

Please find enclosed original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 to cover the cost of the filing fee, Designation of Registered Agent and certified copy for the above referred entity.

Thank you in advance for the prompt consideration of this matter.

Very truly yours,

SHUTTS & BOWEN LLP

Sidney C. Calloway

SCC:sdh
Enclosures
cc: Sheryl A. Dickey

FTLDOCS 5003608.1 SCC

FILED
00 JAN 20 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ENVIRON CHEMICAL COMPANY**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is ENVIRON CHEMICAL COMPANY, and its address is 547 N.W. 9TH Avenue, Fort Lauderdale, FL 33311.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of (\$1.00) one dollar par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Sidney C. Calloway, Esquire, 200 East Broward Boulevard, Suite 2000, Fort Lauderdale, FL 33301.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are

<u>NAME</u>	<u>ADDRESS</u>
Sheryl A. Dickey	547 NW 9 th Avenue Fort Lauderdale, FL 33311
Reginald A. Boyd	758 E. Mitchell Avenue Cincinnati, OH 45229
Jermaine Hill	547 NW 9 th Avenue Fort Lauderdale, FL 33311

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to

purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.


ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Sidney C. Calloway, Esquire, 200 East Broward Boulevard, Suite 2000, Fort Lauderdale, FL 33301.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18th day of January, 2000.



Sidney C. Calloway, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with the obligations of my position as registered agent.

DATED THIS 18th DAY OF JANUARY, 2000.


SIDNEY C. CALLOWAY

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00 JAN 20 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA