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Reply to:

West Palm Beach

June 30, 2000

Florida Department of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

RE: Masonways Indestructible Plastics, Inc.

Gentlemen:

Enclosed herein please find original duly executed Articles of Incorporation of Masonways Indestructible Plastics, Inc., with an executed copy thereof. Also enclosed is our check for \$78.75 to cover the cost of same. Please return a certified copy of the Articles after same have been filed. We are providing a self-addressed stamped envelope for your convenience.

If anything further is required, please do not hesitate to contact us.

Very truly yours,

Gary S. Lesser
GARY S. LESSER
GSL:fg
encs.

FILED
00 AUG -7 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FL 0612

8-7
10/20



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 10, 2000

GARY S. LESSER, ESQ.
909 N. DIXIE HWY.
W. PALM BCH, FL 33401-3329

SUBJECT: MASONWAYS INDESTRUCTIBLE PLASTICS, INC.
Ref. Number: W00000017238

We have received your document for MASONWAYS INDESTRUCTIBLE PLASTICS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 300A00037854

FILED
00 AUG -7 11:48
SECRETARY OF STATE
TALLAHASSEE, FL 32304

ARTICLES OF INCORPORATION
OF
MASONWAYS INDESTRUCTIBLE PLASTICS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

MASONWAYS INDESTRUCTIBLE PLASTICS, INC.

ARTICLE II

The general nature of the business and the object and purpose to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to do the same as natural persons might or could do, viz:

To engage in and carry on any business activities permitted under the laws of the United States of America and of the State of Florida.

To purchase, lease, or otherwise acquire and hold land, buildings, and tenements for the offices and premises of the corporation, and to lease, mortgage and convey such real estate in such a manner as may appear for the best interests of the corporation.

To sue and to be sued and to appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

To adopt and to use a common corporate seal and alter the same.

To appoint such officers and agents as its affairs shall require and allow them suitable compensation.

To adopt, change, amend, and repeal by-laws, not inconsistent with law or its certificate of incorporation, for the exercise of its corporate powers, the management, regulation and government of its affairs and property, the transfer on its records of its stock and other evidence of interest of membership, and the calling and holding of meetings of its stockholders.

To make and enter into all contracts necessary and proper for the conduct of its business. To conduct business, to have one or more offices in, and to buy, hold, mortgage, sell, convey lease, or otherwise dispose of franchises in this State and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries. To purchase the corporate assets of any other corporation and to engage in the same character of business. To acquire, enjoy and to utilize and dispose of patents, copyrights and trademarks and any licenses or other rights or interests thereunder or therein. To take, hold, sell, and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock, or any bonds, securities or other evidences of indebtedness created by any other corporation of this State or of any other state or government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock. To purchase, hold, sell, and transfer shares of its own capital stock, provided that it shall not purchase any of its own

capital stock except from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders' quorum or vote.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in this certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects enumerated in its certificate of incorporation or any amendments thereof.

To contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its board of directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds, debenture, notes and other evidences of indebtedness, whether secured or unsecured, and to execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing to it, as occasion may require and the board of directors deem expedient, and to make gifts for educational, scientific or charitable purposes.

ARTICLE III

The maximum number of shares of stock of this corporation authorized to be outstanding at any one time shall be ONE THOUSAND (1,000) shares of common stock of no par value. The consideration to be paid for each share shall be fixed by the board of directors.

ARTICLE IV

This corporation shall begin business with a capital of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The principal place of business of this corporation shall be located in the Palm Beach County, State of Florida, with a post office address of 189 Bradley Place, Palm Beach, FL 33480-2743, or at such other place or places within or without the State of Florida as the board of directors shall, by appropriate action hereafter from time to time determine.

ARTICLE VII

A. The business of this corporation shall be conducted and managed by it board of directors, and such board of directors shall consist of not less than one (1) member. A majority of the board of directors named below shall have the power to approve and to adopt the by-laws of this corporation until their successors are elected or appointed.

B. The qualification, the time and place of election, and the term of office of each director shall be provided as set out in the by-laws of the corporation.

C. The officers of this corporation may consist of a president, vice president, secretary and treasurer or such other officer or agent as may be provided by the by-laws of this corporation, who shall be chosen, serve for such term, and for such duties as may be prescribed in such by-laws.

D. A director may be removed with or without cause at any annual or special meeting of stockholders only upon affirmative vote of stockholders of fifty-one percent (51%) of the stock present in voting.

ARTICLE VIII

The name and post office address of the members of the first board of directors, who unless otherwise provided by the by-laws of this corporation, shall hold office and manage the corporation for the first year of existence of the corporation, or until his successor is elected or appointed and has qualified, is as follows:

<u>Name</u>	<u>Address</u>
Allen Mason	189 Bradley Place, Palm Beach, FL 33480-2743
Zelda Mason	189 Bradley Place, Palm Beach, FL 33480-2743

ARTICLE IX

The name and post office address of the subscriber of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Allen Mason	189 Bradley Place, Palm Beach, FL 33480-2743

ARTICLE X

In the event that the corporation enters into contracts or transacts business with one or more of its directors or with any firm of which one or more of its directors are members or employees, or with any other corporation or association of which one or more of its directors are stockholders, directors, officers, or employees, such contract shall not be

invalidated or in any wise affected by the fact that such director or directors have or may have interests therein which might be adverse to the interest of the corporation, even though the vote of the director or directors having such adverse interests shall have been necessary to obligate the corporation upon such contract of obligation; PROVIDED HOWEVER, that in any such case, the fact of such interest shall be disclosed to the directors or shareholders acting upon or in reference to such contract or transaction. No director or directors having disclosed such adverse interests shall be liable to the corporation or to any shareholder or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract or transaction, nor shall any such director or directors be accountable for any gains or profits realized thereon; PROVIDED ALSO, that such contract or transaction shall, at the time at which it was entered into, shall have been a reasonable one to have been entered into and shall have been upon terms that, at the time, were fair.

ARTICLE XI

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all costs and expenses reasonable incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceedings, in which he may be involved or to which he may be made a party by reason of his being or having been a director or an officer of the corporation (said expenses to include attorneys' fees and the costs of reasonable settlement) in relation to matters as to which he finally shall be adjudged in any such action, suit or proceeding to have been derelict in the performance of his duty, as such officer or director. Such right of

indemnification shall be exclusive of any other rights to which a director or an officer may be entitled under any regulations, agreements, note of stockholders or to which he may be entitled as a matter of law, and the right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

ARTICLE XII

A director shall not be liable for dividends illegally declared, distributions illegally made to stockholders or any other action taken by reliance in good faith upon the financial statements of the corporation represented to him to be correct by an officer, having charge of its books of account or a financial statement certified by a Certified Public Accountant to fairly reflect the financial condition of the corporation; nor shall he be liable if, in good faith in determining the amount available for dividends or distribution, he considers the assets to be of their book value.

ARTICLE XIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders, and approved by a stockholders' meeting by fifty-one percent (51%) of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be adopted.

ARTICLE XIV

Any action that may be taken at a meeting of the shareholders of this corporation may be taken without a meeting, if consent in writing setting forth the action shall be signed by all, but not less than all, of the shareholders of the corporation entitled to vote on the action and shall be filed by the secretary of the corporation. This consent shall have the same effect as a unanimous vote at a shareholders' meeting. If all of the directors, severally or collectively, likewise, consent in writing to any action taken or to be taken by the corporation, and the writing or writings evidencing their consent are filed with the secretary of the corporation, the action shall be valid as though it has been authorized at a meeting of the board of directors.

ARTICLE XV

Pursuant to Chapter 48.091, Florida statutes, the following is submitted in compliance with said Act:

That Allen Mason, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of West Palm Beach, County of Palm Beach, State of Florida, has named Gary S. Lesser, Esq. at 909 North Dixie Highway, West Palm Beach, Florida 33401 as its agent to accept service of process within this State:

Having been named to accept service of process for the above stated corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree

to comply with the provisions of said Act relative to keeping open said office.


Resident Agent

IN WITNESS WHEREOF, the subscriber hereto has hereunto set his hand and seal
this 31st day of July, 2000.


Subscriber

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Allen Mason, to me well known and known to me to be the person described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County last aforesaid this
31 day of July, 2000.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:
(seal)

