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TRANSMITTAL LETTER

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

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SUBJECT: SANITARY PROCESS COMPONENTS, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Jacques Brin

Name (Printed or typed)

6663 Hidden Beach Circle

Address

Orlando, FL 32819

City, State & Zip

(407) 521-8858

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE FLORIDA

01 OCT 23 PM 2:24

FILED

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

T. Burren

OCT 24 2001

FILED
01 OCT 23 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
SANITARY PROCESS COMPONENTS, INC.**

ARTICLE I

NAME

The name of the Corporation is SANITARY PROCESS COMPONENTS, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized for the following purposes:

1. To carry on business, in the United States or elsewhere, as factors, agents, importers, exporters, distributors, commission merchants, or merchants to buy, sell, and deal in, at wholesale or retail, merchandise, goods, wares, and commodities of every sort, kind, or description, and to carry on any other business whether manufacturing or otherwise that can be conveniently carried on within any of the corporation's objectives; to open stores, offices, or agencies throughout the United States or elsewhere, or to allow or cause the legal estate and interest in any properties or business acquired, established, or carried on by the Corporation to remain or be vested in the name of or carried on by any other company formed or to be formed, and either upon trust for or as agents or nominees of the Corporation, and to manage the affairs or take over and carry on the business of any such other company formed or to be formed, and to exercise all or any of the powers of such company, or of holders of shares of stock or securities thereof, and to receive and distribute as profits the dividends and interest on such shares of stock and securities; to purchase or otherwise acquire and undertake all or any part of the business, property, and liabilities of any persons or company, carrying on any kind of business that the Corporation is authorized to carry on; to enter into partnership or into any arrangement for sharing profits, union of interest, reciprocal concessions, joint venture, or cooperate with any person with which the Corporation is authorized to carry on; joint venture, or cooperate with any person with which the Corporation is authorized to carry on; or any

business or transaction capable of being conducted, so as, directly or indirectly, to benefit the Corporation.

2. To acquire and pay for, in cash or otherwise, stocks and bonds of the Corporation, the goodwill, rights, assets, and property, and to undertake or assume the whole or any part of the obligation or liabilities of any person, firm, association, or corporation.

3. To acquire, hold, use, sell, assign, lease, grant licenses and privileges, inventions, improvements, and processes, copyrights, trademarks, and trade names, relating to or useful in connection with any business of the Corporation.

4. To guarantee, purchase, hold, vote, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of or any bonds, securities, or evidence of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, country, nation, or government, and while the owner thereof to exercise all the rights, powers, and privileges of ownership.

5. To issue bonds, debentures, or obligations of the Corporation from time to time, for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

6. To purchase, hold, sell, and transfer the shares of its own capital stocks; PROVIDED, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and, PROVIDED FURTHER, that shares of its own capital stock belonging to it shall not be voted upon, directly, or indirectly.

7. To have one or more offices to carry on all or any of its operations and business, and without restrictions or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories, or colonies of the United States or other country.

8. In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of Florida upon corporations, and to do any or all of the things above set forth to the same extent as natural persons might or could do.

9. To transact any or all-lawful business.

10. The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation.

11. The above and foregoing businesses enumerated are intended as illustrative and not restrictive, and the Corporation shall have the power to handle such other business or businesses, either in its own behalf or as agent or broker for others, and shall further engage in any or all like or kindred businesses that may be necessary or profitable in conjunction with the businesses above enumerated; and generally shall have and exercise all powers, privileges, and immunities of businesses of like kind and nature incorporated under the laws of the State of Florida, and shall enjoy the privileges and immunities pertaining to incorporators under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of One Cent (\$.01) par value common stock, which shall be designated "Common Shares". The Board of Directors shall fix and determine the voting and nonvoting rights of each issue of shares of common shares.

ARTICLE V

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Jacques S. Brin 6663 Hidden Beach Circle, Orlando, Florida 32819.

ARTICLE VI

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 6663 Hidden Beach, Orlando, Florida 32819.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1).

Name

Address

Jacques S. Brin

6663 Hidden Beach Cir.
Orlando, Florida 32819

Urs G. Lackner

4702 Capri Place
Orlando, Florida 32811

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles is:

Jacques S. Brin
6663 Hidden Beach Circle
Orlando, Florida 32819

ARTICLE IX

SPECIAL VOTING REQUIREMENTS

1. The following acts of the Corporation shall not be performed without written consent or affirmative vote of fifty two percent (52%) of the issued and outstanding common stock of the Corporation:

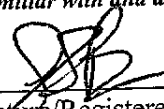
- (1) amendment of the Articles of Incorporation
- (2) amendment of the Bylaws of the Corporation
- (3) increase of the capital stock of the Corporation
- (4) voluntary bankruptcy of the Corporation
- (5) dissolution of the Corporation

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 15th day of October, 2001.



Jacques S. Brin

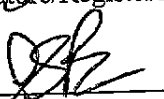
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

10/15/01

Date



Signature/Incorporator

10/15/01

Date