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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**International Polymer Resources, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL POLYMER RESOURCES, INC.**

**ARTICLE I**

**NAME**

The name of the corporation is **INTERNATIONAL POLYMER RESOURCES, INC.**, a Florida corporation (the "Corporation").

**ARTICLE II**

**ADDRESS**

The principal and mailing address of the Corporation shall be 13429 S.W. 83 Avenue, Miami, FL 33156.

**ARTICLE III**

**DURATION**

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Florida Secretary of State.

**ARTICLE IV**

**PURPOSE**

The Corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

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**ARTICLE V**  
**POWERS**

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

**ARTICLE VI**  
**CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the person signing these Articles as Incorporator is: Marina Greenfield, 13429 S.W. 83 Avenue, Miami, FL 33156.

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is One East Broward Blvd., Suite #1410, Ft. Lauderdale, FL 33301 and the name of the initial registered agent of this corporation at that address is Marshall A. Adams, Esq.

**ARTICLE IX**  
**INITIAL DIRECTORS**

This corporation shall have one (1) initial director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The initial director of this corporation shall be: Marina Greenfield.

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**ARTICLE X**  
**INITIAL OFFICERS**

The following shall be the initial officers of the Corporation:

President	-	Marina Greenfield
Secretary	-	Marina Greenfield

**ARTICLE XI**  
**LIMITATION ON DIRECTOR LIABILITY**

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act ("FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article 6 shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

**ARTICLE XII**  
**INDEMNIFICATION**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board of Directors may from time to time deem appropriate or advisable.

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IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 29<sup>th</sup> day of November, 2005.

  
Marina Greenfield  
Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, I hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VIII of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 29<sup>th</sup> day of November, 2005.

/s/ Marshall Adams, Esq.  
Marshall Adams