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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JAN 21 PM 2:59

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COVER LETTER

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

SUBJECT: CHEMICAL ASSOCIATES LOGISTICS, 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: Joseph M. Landolfi, Jr., Esq.

Name (Printed or typed)

5355 Town Center Road, Suite 900

Address

Boca Raton, FL 33486

City, State & Zip

(561) 241-0414

Daytime Telephone number

jlandolfi@bdblaw.com

E-mail address: (to be used for future annual report notification)

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

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AND
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ARTICLES OF INCORPORATION
OF
CHEMICAL ASSOCIATES LOGISTICS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby makes and subscribes to these Articles of Incorporation intending to form a Corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this Corporation is CHEMICAL ASSOCIATES LOGISTICS, INC.

ARTICLE II

The initial principal office address and the mailing address of the Corporation shall be: 7929 Waterton Lane, Lakewood Ranch, Florida 34202.

ARTICLE III

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporations Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE IV

The aggregate number of shares which the Corporation shall have the authority to issue shall be 500 shares of Class A voting common shares at \$0.01 par value, and 500 shares of Class B non-voting common shares at \$0.01 par value.

ARTICLE V

The number of Directors constituting the initial Board of Directors of this Corporation is One (1). The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The names and street address of the initial Director of this Corporation is:

Name
Nicholas G. Berchtold

Address
7929 Waterton Lane
Lakewood Ranch, FL 34202

The initial Director may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of Directors which occurs between annual meetings.

ARTICLE VI

The initial Registered Office of the Corporation shall be at 5355 Town Center Rd., Suite 900, Boca Raton, FL 33486. The name of the initial Registered Agent for the Corporation at that address is: **BDB Agent Co.**, an Ohio Corporation authorized to transact business in Florida.

ARTICLE VII

The name and address of the Incorporator is Joseph M. Landolfi, Jr., Esq., 5355 Town Center Road, Suite 900, Boca Raton, FL 33486.

ARTICLE VIII

It is the intention of the Corporation to indemnify its Officers, Directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE IX

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE X

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the Bylaws of the Corporation.

The Shareholders of this Corporation shall have exclusive authority to fix the compensation of Directors of this Corporation, unless otherwise provided in the Bylaws.

ARTICLE XI

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of a conference telephone as provided by law.

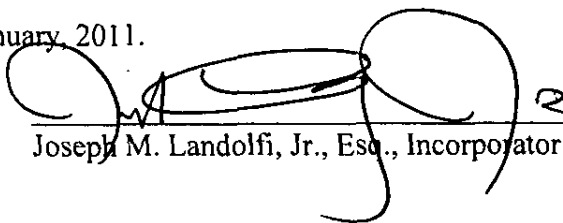
ARTICLE XII

The Corporation, its Shareholders, or any combination of the Corporation and its Shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates

representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated this 20 day of January, 2011.



Joseph M. Landolfi, Jr., Esq., Incorporator

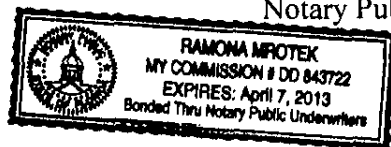
STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments, personally appeared **Joseph M. Landolfi, Jr.**, to me known to be the person described in and who executed the foregoing Articles of Incorporation of **CHEMICAL ASSOCIATES LOGISTICS, INC.**, and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 20 day of January, 2011.



Notary Public



APPROVED
AND
FILED

11 JAN 21 PM 2:59

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

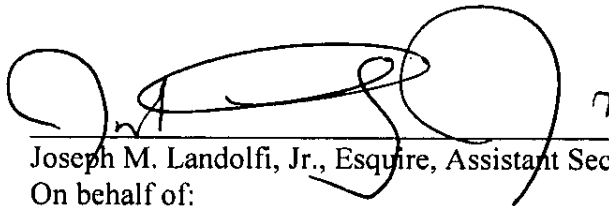
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That, CHEMICAL ASSOCIATES LOGISTICS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 7929 Waterton Lane, Lakewood Ranch, Florida 34202, has named BDB Agent Co., located at 5355 Town Center Road, Suite 900, Boca Raton, FL 33486, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

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 performance of my duties.



Joseph M. Landolfi, Jr., Esquire, Assistant Secretary
On behalf of:
BDB Agent Co., as Registered Agent