

P95000005369

Phillips Pharmatech Labs, Inc.

(813) 397-7881

Fax (813) 397-2198

January 4, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 18 AM 11:03

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300001383713
-01/19/95--01007--008
****122.50 ****122.50

RE: Phillips Gulf Corporation

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation for Phillips Gulf Corporation for filing. Also enclosed is a check in the amount of \$122.50 in payment of the filing fee, registered agent fee and a certified copy of the Articles of Incorporation. Please return the certified copy to the undersigned.

Thank you for your cooperation in this matter. If you have any questions, please give me a call.

Very truly yours,

Brett J. Phillips

Brett J. Phillips

enclosures

SDG

**ARTICLES OF INCORPORATION
OF
PHILLIPS GULF CORPORATION**

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ARTICLE I - NAME

The name of this corporation is Phillips Gulf Corporation (the "Corporation").

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 8767 115th Avenue North, Oakwood Industrial Park, Largo, FL 34643.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8767 115th Avenue North, Oakwood Industrial Park, Largo, FL, 34643. The name of the initial registered agent at such address is Brett J. Phillips.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in the manner provided in the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

<u>Name</u>	<u>Address</u>
Brett J. Phillips	8767 115th Avenue North Oakwood Industrial Park Largo, FL 34643

ARTICLE VIII - BY-LAWS

The initial By-Laws of this Corporation shall be adopted by the initial director of this Corporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by applicable law.

ARTICLE X - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Brett J. Phillips	8767 115th Avenue North Oakwood Industrial Park Largo, FL 34643

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, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation, this 8 day of January, 1995.

Brett J. Phillips
Brett J. Phillips, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN
THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

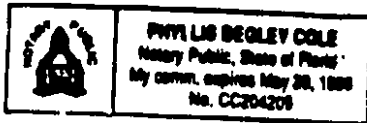
DATED THIS 8 DAY OF JANUARY, 1995.

By: Brett J. Phillips
BRETT J. PHILLIPS
Registered Agent

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 8th day of January,
1995, by Brett J. Phillips, who, as Incorporator, executed the foregoing Articles of Incorporation
of Phillips Gulf Corporation, a Florida corporation, who is personally known to me or who has

produced Personally Known as identification and who did/did not
take an oath on behalf of the corporation.



Phyllis Begley Cole
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:

May 28, 1996

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