

P95000010944

HAROLD S. SMITH, II
Attorney/Mediator
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9220 Bonita Beach Road
P.O. Box 1628
Bonita Springs, FL 33959

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January 30, 1995

State of Florida
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
ATTN.: NEW FILING DIVISION

200001398962
-02/07/95--01033--014
***\$612.50 ***\$122.50

RE: Nissco Paper Packaging Group
Nissco Janitorial Chemical Group
Nissco Platinum Janitorial Group
Nissco Platinum Restaurant Group
Nissco Group

Dear Sirs:

Enclosed please find Articles of Incorporation and Designation of Registered Agent for each of the above referenced Corporation, together with the filing fees of \$612.50. A copy of each is enclosed to be certified and returned in the envelope provided.

If you should have any questions, please do not hesitate to contact us.

Sincerely,



HAROLD S. SMITH, II

Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -6 AM 10:13

KAN 2-9

ARTICLES OF INCORPORATION

OF

NISSCO PAPER PACKAGING GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 FEB -6 AM 10:13

KNOW ALL MEN BY THESE PRESENTS:

That THOMAS B. HAINES, the undersigned, has this day voluntarily associated together for the purpose of forming a corporation under the laws of the State of Florida, and to that end does hereby adopt Articles of Incorporation as follows:

ARTICLE I

The name of the proposed corporation is NISSCO PAPER PACKAGING GROUP, INC.

ARTICLE II

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

ARTICLE III

The type, amount and value of the capital stock of this Corporation is 925 shares, \$1.00 par value.

ARTICLE IV

The Corporation shall have perpetual existence.

ARTICLE V

The post office address of the principal office of the Corporation is 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923.

ARTICLE VI

The number of Directors of the Corporation shall be not less than one.

ARTICLE VII

The names and address of the first Officers are: PRESIDENT - THOMAS B. HAINES, 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923 and SECRETARY/TREASURER - CYNTHIA G. HAINES, 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923.

ARTICLE VIII

The name and address of the first Director is: THOMAS B. HAINES, 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923.

ARTICLE IX

The following subscriptions of stock have been made and such subscriptions will yield proceeds sufficient to enable the Corporation to begin business:


THOMAS B. HAINES - 100

The undersigned being the original subscriber to the capital stock hereinbefore named, for the purpose of forming a corporation, to do business within and without the State of Florida, and in pursuance to the laws of the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and does respectfully agree to take the number of shares hereinbefore set forth and accordingly has hereunder set his hand and seal this 30th day of January, 1995.


THOMAS B. HAINES

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 30th day of January, 1995 by THOMAS B. HAINES, who is personally known to me or who has produced _____ as identification and who did not take an oath.


Notary Public

My Commission Expires:



JULIA A. SMITH
MY COMMISSION # CC 207609 EXPIRES
July 30, 1996
BONDED THRU TROY FAIR INSURANCE, INC

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that NISSCO PAPER PACKAGING GROUP, INC. 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 Bonita Springs, County of Lee, State of Florida, has named THOMAS B. HAINES, located at 9220 Bonita Beach Road, Suite 215, Bonita Springs, Florida 33923, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this 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.



THOMAS B. HAINES
Registered Agent

P95000010944

W. ANDREW PATTON
MARK J. ZUMMO
JOSEPH L. DILTS
JOSEPH BEECH III
JOHN J. KELLEY, JR.
KEITH D. MEYER
RICHARD M. HAINES
K. ROGER SCHOENI
JOHN L. CAMPBELL
JEFFREY C. SHIPP
WILLIAM C. SULAU
ANDREW R. LEEPER
TERRY E. MOORE

KOHNEN & PATTON
ATTORNEYS AT LAW
1400 CAPEW TOWER
441 VINE STREET
CINCINNATI, OHIO 45202-2994

TELEPHONE: 513-381-0656

TELECOPIER: 513-381-5823

COLLEEN M. HENDRICKS
ANTHONY J. CURUSO
ANDREW J. HOGAN
KEITH M. RABENOLD
TIMOTHY E. ROGUS

RALPH B. KOHNEN (RETIRED)

1 Also admitted in Florida
2 Also admitted in Kentucky
3 Also admitted in Minnesota

May 20, 1996

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

700001836617
-15/23/96--01029--002
*****35.00 *****35.00

Re: NISSCO Paper Packaging Group, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation for the above-referenced Corporation. Also, enclosed please find a check in the amount of \$35.00 for the filing fee. I would appreciate it if you would return to me a file-stamped copy of the Amendment in the enclosed, self-addressed, stamped envelope.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

KOHNEN & PATTON

Richard M. Haines

Richard M. Haines

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Encls.

FILED
96 MAY 23 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. HENDRICKS MAY 29 1996

Amend.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

NISSCO Paper Packaging Group, Inc.

FILED

96 MAY 23 AM 7:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue is 1,325 shares, divided into two classes. The first class consists of 925 common shares, \$1.00 par value. The other class consists of 400 preferred shares, without par value. The express terms and provisions of the shares of each class are as follows:

A. Dividends. there shall be no differentiation among the two classes of shares with respect to dividends, as and when declared by the Board of Directors of the Corporation.

B. Liquidation. On the dissolution, liquidation or winding up of the Corporation, the holders of preferred shares shall be entitled to receive, before any payment shall be made to the holders of common shares, the sum of \$10.00 per share, together with all accrued and unpaid dividends thereon. The consolidation or merger of the Corporation at any time, or from time to time, with any other corporation or other business entity, or a sale of all or substantially all of the assets of the Corporation, shall not be construed as a dissolution, liquidation or winding up of the Corporation within the meaning of these Articles. After payment of the full preferential amounts previously mentioned, the holders of preferred shares shall not be entitled to any further participation in any distribution of the assets or funds of the Corporation, and the remaining assets and funds of the Corporation shall be divided and distributed among the holders of the common shares then outstanding according to their respective interests.

C. Voting. Except as otherwise required by law, the holders of common shares shall exclusively possess all of the voting power of the Corporation for the election of directors and for all other purposes, and the holders of preferred shares shall have no voting power and no holder of preferred shares shall be entitled to receive notice of any meetings of shareholders.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: March 1, 1996.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 15th of March, 1996.

Signature 

(By the ~~Chairman or Vice Chairman of the Board of Directors~~, President ~~or other officer if adopted by the shareholders~~) **THOMAS B. HAINES, PRESIDENT**

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title