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April 14, 1995

Department of State - Bureau of Incorporation
Tallahassee, FL 32399-0100

re: Articles of Incorporation of Recyplast, Inc.

Dear Department of State:

Enclosed, please find the following:

1. The Articles of Incorporation of Recyplast, Inc.
2. A check in the amount of \$122.50.
3. A pre-addressed, stamped envelope.

400001465404
-04/26/95--01077--007
****122.50 ****122.50

Please return to me a certified copy of the Articles of Incorporation and the Corporate Charter.

Very Truly Yours,

Mikal W. Grass

Mikal W. Grass, Esquire
GRASS & GRASS, ATTORNEYS

MG:kh
Enc.
cc: file

FILED
95 APR 26 PM 2:38
TALLAHASSEE, FLORIDA

D. BROWN MAY - 2 1995

**ARTICLES OF INCORPORATION
OF
RECYPLAST, INC.**

FILED
95 APR 26 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: **RECYPLAST, INC.** located at 421-B Shrearer Boulevard, Cocoa, Florida 32922.

ARTICLE 2 - PURPOSE

The general nature of the business to be transacted by this corporation is: To manufacture, purchase, acquire, to own, mortgage, pledge, assign, transfer or otherwise dispose of, and to invest in, trade in and deal with, goods, wares, merchandise, real and personal property, and services of every kind, class and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, fraternal benefit society, mutual fire insurance association, cooperative association, state fair, or exposition.

ARTICLE 3 - TERMS OF EXISTENCE

The corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State pursuant to Florida Statutes.

ARTICLE 4 - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at no par value. Stockholders shall have a pre-emptive right to acquire, upon the sale for cash of unissued treasury stock of the corporation their pro-rata

ARTICLES OF INCORPORATION OF RECYPLAST, INC.

share thereof, of the same kind, class or series that they already hold, at the price offered to others, which price may be in excess of par value.

ARTICLE 5 - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business, is \$1,000.00.

ARTICLE 6 - ADDRESS OF CORPORATION

The initial post office address of the principal office of this corporation in the State of Florida is: 421-B Shearer Boulevard, Cocoa, Florida 32922.

ARTICLE 7 - NAME AND ADDRESS OF AGENT

The name of the Registered Agent is HAROLD SANCHEZ, and the address of its registered agent: 421-B Shearer Boulevard, Cocoa, Florida 32922.

ARTICLE 8 - DIRECTORS

The Corporation shall have but three directors initially and never less than one. The number of directors may be increased by-laws adopted by the Stockholders. The name and post office address of the initial directors of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Catalina Ibarra Sanchez	421-B Shearer Boulevard, Cocoa, Florida 32922
Harold Sanchez	421-B Shearer Boulevard, Cocoa, Florida 32922
Rosario Perez	421-B Shearer Boulevard, Cocoa, Florida 32922

ARTICLES OF INCORPORATION OF RECYPLAST, INC.

ARTICLE 10 - INCORPORATOR

The name and post office address of each incorporator of these Articles of Incorporation:

NAME

ADDRESS

Catalina Ibarra Sanchez

421-B Shearer Boulevard, Cocoa, Florida 32922

ARTICLE 11 - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of outstanding common shares.

ARTICLE 12 - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE 13 - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE 14 - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE 15 - INDEMNIFICATION

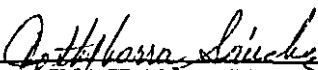
The Corporation shall, to the fullest extent permitted by Florida Statute, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify

ARTICLES OF INCORPORATION OF RECYPLAST, INC.

under said section from and against any and all of the expenses, liabilities or other matters referred to in and cover by said statutes, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLES 16 - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved by them at a stockholders meeting by a majority of the stock to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is to be made.



CATALINA IBARRA SANCHEZ,
Director

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the aforementioned State and County, to take acknowledgments, personally appeared CATALINA IBARRA SANCHEZ to me known to be the person described as subscriber in and who acknowledged before me that he subscribed to those Articles of Incorporation.

ARTICLES OF INCORPORATION OF RECYPLAST, INC.

WITNESS my hand and seal of office in the County and State abovenamed, this 31st day of
March, 1994.

Dorise Green Hendrick
NOTARY PUBLIC

My Commission Expires:

Personally known _____

Produced Identification ✓

Type of Identification FL drivers license

ARTICLES OF INCORPORATION OF RECYPLAST, INC.

DEPARTMENT OF STATE

FILED
95 APR 26 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATING PLACE OF BUSINESS OR DOMICILE for the service of process within this State, naming agent upon whom process may be served and names and addresses of the Officers and Directors.

Submitted in Compliance with 48.091, F.S. a corporation organized under the Laws of the State of Florida with its principal office at 421-B Shearer Boulevard, Cocoa, Florida 32922 has named **HAROLD SANCHEZ**, as its agent to accept Service of Process within this State.

**HAROLD SANCHEZ
421 SHEARER BOULEVARD - #421-B
COCOA, FLORIDA 32922**

ACCEPTANCE

I agree, as resident agent, to accept Service of Process, to keep my office open during prescribed hours, to post my name and any other officers of said corporation authorized to accept Service of Process, at the above Florida designated address in some conspicuous place in my office as required by Law.

Dated: 31 MARCH 95



HAROLD SANCHEZ
Designated Resident Agent