

P 950000

54-89

6-28-95 Mr Edward

Jerry Edward #409

20801 Biscayne Blvd

Aventura, FL 33180

947-6099

CORPORATION(S) NAME

CHEMLINE MARKETING GROUP, Inc.

RECEIVED JUN 30 AM 10:32 DIVISION OF CORPORATION SECRETARY OF STATE TALLAHASSEE, FLORIDA FILED JUN 30 PM 12:44

000001528070 -06/30/95--01018--019 *****70.00 *****70.00

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
- Certified Copy
- Photo Copies
- Certificate Under Seal
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

RECEIVED JUN 30 1995

RECEIVE Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION
CHEMLINE MARKETING GROUP, INC.**

ARTICLE I-NAME

The name of this Corporation shall CHEMLINE MARKETING GROUP, INC.

ARTICLE II-DURATION

The Corporation shall have perpetual existence commencing upon the date of filing of these Articles with the Department of State.

FILED
1995 JUN 30 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III-PURPOSE

The Corporation is formed for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5000) shares of Common Stock with a par value of Ten (\$10.00) Dollars each share, such shares to be designated as "Common Shares".

ARTICLE V-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED AGENT AND CORPORATE OFFICE

The street address of the initial registered office of this Corporation is 14211 N.E. 18th Avenue, North Miami, Florida 33181, and the name of the initial registered agent at that address is MARTIN PANICH.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors of the Corporation may be increased or decreased from time to time by the by-laws, however, there shall never be less than one (1) Director nor more than three (3) Directors. The names and addresses of the initial Board of Directors of the Corporation are:

MARTIN PANICH
14211 N.E. 18th Avenue
North Miami, Florida 33181

TIM L. BREUIL
14211 N.E. 18th Avenue
North Miami, Florida 33181

ARTICLE VIII-INCORPORATORS

The names and addresses of the Persons signing these Articles of Incorporation are:

MARTIN PANICH
14211 N.E. 18th Avenue
North Miami, Florida 33181

TIM L. BREUIL
14211 N.E. 18th Avenue
North Miami, Florida 33181

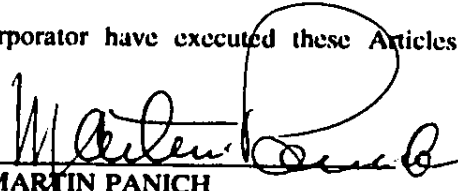
ARTICLE IX-INDEMNIFICATION

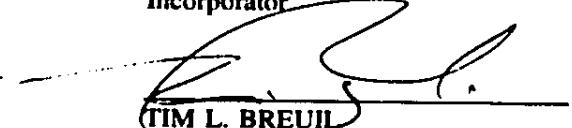
The Corporation shall indemnify any officer or Director or any former Officer or Director to the full extent permitted by-law.

ARTICLE X-AMENDMENT

The Corporation reserves the right to Amend or Repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by vote of the majority of the Board of Directors, and any right conferred to shareholders of the Corporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation this 28 day of June, 1995.



MARTIN PANICH
Incorporator


TIM L. BREUIL
Incorporator

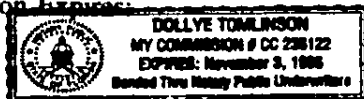
STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally came and appeared MARTIN PANICH & TIM L. BREUIL known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 28 day of June, 1995.


NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:

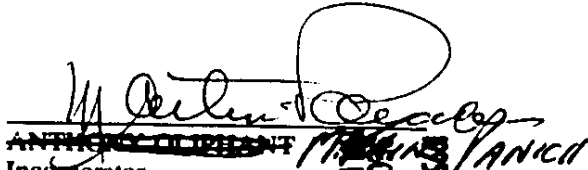


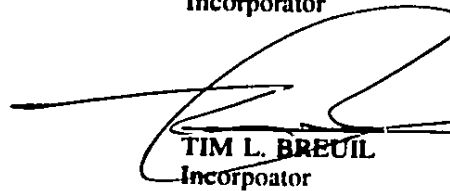
**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that Chemline Marketing Group, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business at 14211 N.E. 18th Avenue, North Miami, Florida 33181 has named MARTIN PANICH, located at 14211 N.E. 18th Avenue, North Miami, Florida 33181, as its agent to accept service of process within Florida.

Dated: 6/28/95

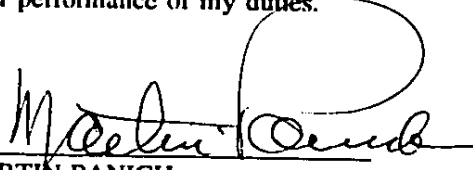

~~ANTHONY C. CLOPP~~
Incorporator


TIM L. BREUIL
Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
JUN 30 PM 12:46

Having been named to accept service of process for the above named 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 this proper performance of my duties.


MARTIN PANICH
Incorporator