

1201 HAYS STREET

800-342-8086

TEL: 407-210-0000

FAX: 407-210-0001

9000 0191 AX



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PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000031

REFERENCE : 650201 9955A

AUTHORIZATION :

Patricia Pizziti

COST LIMIT : \$ 70.00

ORDER DATE : July 20, 1995

ORDER TIME : 10:03 AM

7000001548587

ORDER NO. : 650201

CUSTOMER NO: 9955A

CUSTOMER: Ms. Margaret M. Pio
CHIUMENTO KATZ & GUNTARP,
P.A.
Suite B
4 Old Kings Road North
Palm Coast, FL 32137

DOMESTIC FILING

NAME: UNITED SPECIALTIES OF AMERICA,
INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____

T. BROWN

JUL 28 1995

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CLERK
JUL 28 1995

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ARTICLES OF INCORPORATION

of

UNITED SPECIALTIES OF AMERICA, INC.

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

UNITED SPECIALTIES OF AMERICA, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is blending, packaging and distribution of liquid products and engage in every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of

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common stock with a nominal or par value of \$10.00. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is one thousand (\$1,000.00) dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The street address of the initial principal office of this corporation is 71 Hargrove Grade, Palm Coast, Florida 32137. The Board of Directors may, from time to time, move the principal office to any other address in Florida. The mailing address of the corporation is 71 Hargrove Grade, Palm Coast, Florida 32137.

ARTICLE VII. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Gregory Erikson	650 Park Place Bunnell, Florida 32110
Russell Franks	71 Hargrove Grade Palm Coast, FL 32137

ARTICLE IX. SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof:

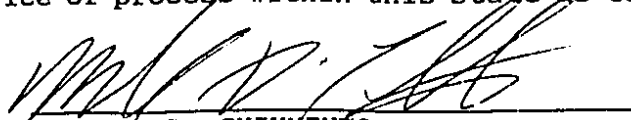
<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Michael D. Chiumento	4 Old Kings Road Palm Coast, FL 32137	100	\$1,000.00

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. REGISTERED AGENT AND OFFICE

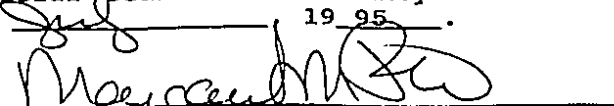
The registered agent and office for this corporation shall be Michael D. Chiumento, Esquire, 4 Old Kings Road North, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation.


MICHAEL D. CHIUMENTO

STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MICHAEL D. CHIUMENTO, to me personally known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 27 day of July 19 95.


Notary Public, State of Florida at
Large

My commission expires:

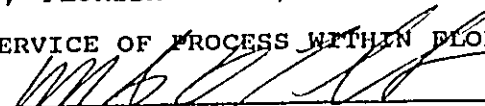


MARGARET M. PIO
MY COMMISSION # CC322539 EXPIRES
October 10, 1997
BOUNDED THRU TROY FAIR INSURANCE, INC.

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

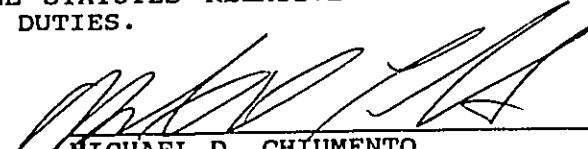
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT UNITED SPECIALTIES OF AMERICA, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS AT 71 HARGROVE GRADE, PALM COAST,
FLORIDA 32137, HAS NAMED MICHAEL D. CHIUMENTO, LOCATED AT 4 OLD
KINGS ROAD NORTH, PALM COAST, FLORIDA 32137, AS ITS REGISTERED
AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


Michael D. Chiumento, Subscriber

DATE: July 27, 1995

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 AND
COMPLETE PERFORMANCE OF MY DUTIES.


MICHAEL D. CHIUMENTO
REGISTERED AGENT

DATE: July 27, 1995

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COBB COLE & BELL

150 MAGNOLIA AVENUE
POST OFFICE BOX 2491
DAYTONA BEACH, FLORIDA 32115-2491
TELEPHONE (904) 255-8171
DELAND (904) 716-7700

TELECOMMER (904) 238-7003
INTERNET: RKEEN@CCB.COM

April 10, 1997

Direct Number: 255-1811 Ext. 274

Florida Secretary of State
Division of Corporations
P. O. Box 5588
Tallahassee, FL 32314-5588

Re: Matschel of Flagler, Inc.
Our File No: 035980-001

Dear Sir or Madam:

Enclosed for filing with the Secretary of State's office are two originals and one copy each of Articles of Amendment of United Specialties of America, Inc. and Sunbelt Chemicals, Inc. Please file the foregoing documents and return a stamped copy to me in the enclosed self-addressed, stamped envelope. Also enclosed is our firm check in the amount of \$70.00 to cover the cost of filing each Amendment.

If you have any questions, please do not hesitate to give me a call. Thank you for your continued professional courtesy and assistance.

Sincerely,

Rachel L. Keene

Rachel L. Keene
Paralegal to John P. Ferguson

/rlk
Enclosures

N/c

VS APR 21 1997

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TALLAHASSEE, FLORIDA

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*****70.00 *****25.00

THOMAS I. COLE
W. WARREN COLE, JR.
BANKRUPT P. NELL III
JAY D. BOND, JR.
JONATHAN D. KANEY, JR.
J. LYNTER KANEY
JAMES M. BANCALAY
C. ALLEN WATTS
LARRY D. MARMON
KEVIN K. CROCKLEY
THOMAS S. HART
THEODORE E. MACK
JANET E. MARTINEZ
KENNETH R. ANTHONY
BLOTT W. DICKEY
ROBERT A. MENRELL III
CAROL A. FORTINHAM
GARY L. BUTLER
RENEE K. FEIN
WILLIAM H. BUGHES III
STEVEN M. MALONE
BRUCE A. JAMES
ROBERT W. LLOYD
JOHN P. FERGUSON
JONATHAN D. KANEY III
WILLIAM R. LOWMAN, JR.
DOUGLAS S. BELL
LEONARD MAMINACCIO III
DAVID B. LOTZ

OF COUNSEL
PHILIP H. ELLIOTT, JR.
BARBARA J. STAPAS
DONALD A. RETT

TALLAHASSEE
131 N. GADSDEN STREET
TALLAHASSEE, FLORIDA 32301
(904) 681-3233
TELECOMMER (904) 681-3241

MAITLAND
900 WYNDERLEY PLACE
SUITE 122
MAITLAND, FLORIDA 32751
(407) 661-1123
TELECOMMER (407) 661-5743

ARTICLES OF AMENDMENT
OF
UNITED SPECIALTIES OF AMERICA, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of Section 607.1006 of the
Florida Business Corporation Act, the corporation hereinafter
named (the "Corporation") does hereby adopt the following
Articles of Amendment.

1. The name of the corporation is UNITED SPECIALTIES
OF AMERICA, INC.

2. Article I of the Articles of Incorporation of the
corporation is hereby amended so as henceforth to read as
follows:

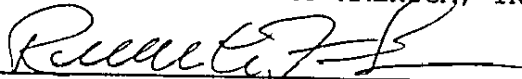
"The name of the corporation shall be:
Russreg Management Corporation."

3. The date of adoption of the aforesaid amendment
was January 10, 1997.

4. The number of votes cast for the said amendment by
the shareholders was sufficient for the approval thereof.

Executed on
February 20, 1997

UNITED SPECIALTIES OF AMERICA, INC.


Name of officer: Russell L. Franks
Title of officer: President

STATE OF FLORIDA)
) ss :
COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this
20th day of February, 1997 by Russell L. Franks, President of
United Specialties of America, Inc., a Florida corporation, on
behalf of the corporation. He is personally known to me or has
produced Ein. Drivers License as identification.

NOTARY PUBLIC:

Sign: 

Print: _____



SUZAN J. JORDAN
COMMISSION # CC 431728
EXPIRES JAN 4, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

State of Florida At Large