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950059677

ACCOUNT NO. : 120000052

REFERENCE : 651949 8878A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : August 1, 1995

ORDER TIME : 10:44 AM

ORDER NO. : 651949

CUSTOMER NO: 8878A

CUSTOMER: Wendy Roston, Legal Asst
PACKMAN NEUWAHL & ROSENBERG

Suite 125
1500 San Remo Avenue
Coral Gables, FL 33146

EFFECTIVE DATE
AUG - 1 1995

DOMESTIC FILING

FILED
95 AUG - 2 PM 1:54
SECRET
FALLS CHURCH, VA
FBI

NAME: PEXACO INTERNATIONAL CORP.

FILE SECOND

☒ 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: Lori R. Dunlap

EXAMINER'S INITIALS: T. BROWN AUG - 2 1995

EFFECTIVE DATE
AUG - 1 1995

ARTICLES OF INCORPORATION
OF
PEXACO INTERNATIONAL CORP.

FILED
95 AUG -2 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be :

PEXACO INTERNATIONAL CORP.

The address of the principal office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146, and the mailing address shall be the same.

ARTICLE II

This corporation shall commence its perpetual existence at 12:01 a.m. on August 1, 1995, provided that the filing of these Articles of Incorporation with the Secretary of State of the State of Florida, occurs prior to that date, or upon*the date of such filing.

ARTICLE III

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 20,000 shares of common stock having a \$25.00 par value per share.

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V

The By-Laws of this corporation may provide that the Directors be divided into two or more classes whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than (3) years, and providing further that at least one-fourth (1/4) in number of the Directors shall be elected annually.

ARTICLE VI

The corporate actions enumerated in this Article shall not be authorized, nor shall they have any force or effect, unless assented to in writing by the holders of the required percentage of this corporation's stock entitled to vote therein. For each such action, the required percentage shall be as follows:

1. Amendment of this corporation's Articles of Incorporation:

Required percentage: 51%

2. Sale, lease, or exchange of all of this corporation's property and assets, or any property or assets of this corporation essential to the business of this corporation:

Required Percentage: 51%

3. Merger or consolidation of this corporation into or with any other corporation:

Required Percentage: 51%

4. Voluntary dissolution of this corporation:

Required Percentage: 51%

ARTICLE VII

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds 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 VIII

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

Ms. Marta F. Anido
9795 S. Dixie Highway
Miami, Florida 33156

ARTICLE IX

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that this corporation be managed by the shareholders.

ARTICLE X

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds 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 XI

The name and address of the Incorporator is:

Jan M.S. Black, Esq.
Packman, Nouwahl & Rosenberg
1500 San Remo Avenue, Suite 125
Coral Gables, Florida 33146

ARTICLE XII

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE XIII

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above-named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts

heroin stated are true, and executes these Articles of Incorporation this 27 day of July, 1995.

Jan M.S. Black (SEAL)
Jan M.S. Black

ACKNOWLEDGMENT

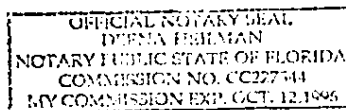
STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing instrument was acknowledged before me this 27th day of July, 1995, by Jan M.S. Black, who is personally known to me or who has produced N/A as identification and who did/did not take an oath.

Deena Heilman
Signature - NOTARY PUBLIC

DEENA HEILMAN
Printed Name of NOTARY PUBLIC

COMMISSION NUMBER



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

* * * * *

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted in Compliance with said Act:

PEXACO INTERNATIONAL CORP., desiring to organize under the
laws of the State of Florida with its registered office, as indi-
cated in the Articles of Incorporation at 9795 South Dixie Highway,
Miami, Florida 33156 has named Marta F. Anido as its agent to
accept service of process within this State.

ACKNOWLEDGMENT

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 agree to comply with the
provisions of this Act relative to keeping said office open.

Marta F. Anido
Marta F. Anido,
Registered Agent

17/5*4288
ARTICLES.