

P950000066050

KASS HODGES, P.A.

Sarasota • Tampa

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1800 SECOND STREET • SUITE 960
SARASOTA, FLORIDA 34236
(941) 955-7300

Fax (941) 955-7625

IN REPLY ADDRESS FIRM AT
PO BOX 4437
SARASOTA, FLORIDA 34230

Thomas W. Bell
Larry M. Fisk
John M. Jack
Michael P. Jones
Thomas J. LaVigne
Richard S. McLean
Jeffrey J. Mosch
Thomas R. Swannick
James M. Thibault
Larry J. Wolfson
Scott J. Zupnik

August 18, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/24/95--01072--005
+++122.50 +++122.50

RE: Articles of Incorporation
Gulf Oil Analysis Laboratories, Inc.

Gentlemen:

Please find enclosed, the original Articles of Incorporation, and our Designation of Resident Agent, along with copies of each. I also enclose our check in the sum of \$122.50, to cover the costs of the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent	
Fee	35.00
	<u>\$122.50</u>

I would appreciate your forwarding the certified copies to my office upon filing. Thank you for your anticipated cooperation in this matter.

If you have any questions, please contact my office.

Sincerely,

KASS HODGES, P.A.

Thomas W. Bell
Thomas W. Bell, Esquire

TWB/pz
Enclosures

SN
8/25/95

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AUG 24 PM 1:28

CERTIFICATE OF INCORPORATION
OF
GULF OIL ANALYSIS LABORATORIES, INC.

FILED
15 MAR 26 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being the incorporator for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of this Corporation shall be:

GULF OIL ANALYSIS LABORATORIES, INC.

ARTICLE II

This Corporation is organized for the purpose of any and all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act, and any activity of business permitted under the laws of the United States. The general nature of this corporation is to carry on and conduct the general business of analyzing, production, treatment, distribution and sales of all petroleum, oil, gas and by-products.

ARTICLE III

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be seventy-five hundred (7,500) shares of common stock, having a par value of one dollar (\$1.00) per share.

ARTICLE V

Every shareholder shall have the right to purchase his pro-rata share of any new stock in this Corporation of the same kind, class or series as that which she already holds at the price at which it is offered to all other shareholders.

ARTICLE VI

CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII

PRINCIPAL OFFICE

The principal place of business of this Corporation shall be:
1800 2nd Street, Suite 960, Sarasota, Florida 34236.

ARTICLE VIII

NUMBER OF DIRECTORS

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than one (1) nor more than five (5) persons, as shall be designated in the By-Laws.

ARTICLE IX

FIRST BOARD OF DIRECTORS

The names and post office addresses of the members of the First Board of Directors who shall hold office until the annual meeting of the stockholders to be held in the year 1994, and until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Peter R. Cramer	1800 2nd Street, Suite	President/Secretary
Peyton A. Cramer	960, Sarasota, FL 34236	Vice-President/Treasurer

ARTICLE X

INCORPORATORS

The name and post office address of each incorporator to this Certificate of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Peter R. Cramer	1800 2nd Street, Suite 960, Sarasota, FL 34236	President/Secretary

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered-office of this Corporation is 1800 2nd Street, Suite 960, Sarasota, Florida 34236 and the name of the initial registered agent of this corporation at that address is PETER R. CRAMER.

ARTICLE XII

SPECIAL PROVISIONS

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Certificate of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholder herein is granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, being the original incorporator herein named, have hereunto set my hand and seal this 21st day of August, 1995.

 (SEAL)
PETER R. CRAMER

STATE OF FLORIDA


COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 21st day of August, 1995
personally appeared, before me the undersigned authority:

PETER R. CRAMER

to me well known or who has produced _____ as
identification, and known to me to be the person described in and
who acknowledged to me that he executed the foregoing Certificate of
Incorporation as his free act and deed for the uses and purposes
therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my Official Seal, on the date last above written.


Notary Public, Commission No:

Name of notary, typed or stamped

(SEAL ABOVE)



TWB/pz

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

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

First - That GULF OIL ANALYSIS LABORATORIES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Sarasota, County of Sarasota, State of Florida, has named Peter R. Cramer, located at 1800 2nd Street, Suite 960, Sarasota, Florida 34236, County of Sarasota, State of Florida, 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 place designated in the certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

BY: 
PETER R. CRAMER
Resident Agent

Dated: 8/21/95

FILED
55 AUG 24 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA