

P96000007932

LAW OFFICES
BAKER, DONELSON, BEARMAN & CALDWELL
A PROFESSIONAL CORPORATION

1700 NASHVILLE CITY CENTER
511 UNION STREET
P.O. BOX 100613

NASHVILLE, TENNESSEE 37219

(615) 726-5600

FACSIMILE
(615) 726-0464

CHATTANOOGA, TENNESSEE
HUNTSVILLE, TENNESSEE
JOHNSON CITY, TENNESSEE
KNOXVILLE, TENNESSEE
MEMPHIS, TENNESSEE
WASHINGTON, D.C.

PETER T. DIRKSEN
DIRECT DIAL: (615) 726-3727

January 19, 1996

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

500001694665
-01/22/96--01053--017
*****70.00 *****70.00

Re: CS Terminals, Inc.

Dear Sir/Madame:

I am enclosing the Articles of Incorporation of CS Terminals, Inc. and the corresponding Certificate of Designation of Registered Agent/Registered Office. A firm check in the amount of \$70.00 is also enclosed to cover the costs of filing fees for these documents. Once the Articles are filed, please return all information to us at the addressed listed above. Should you have any questions, please feel free to contact me.

Sincerely,

**BAKER, DONELSON, BEARMAN &
CALDWELL**
A Professional Corporation



Peter T. Dirksen

PTD/cep
Enclosures

cc: Ron Fogel

N PTD183186 V1

FILED
96 JAN 22 PM 1:50
CLERK OF COURT
CLERK OF COURT

8MB
1/25/96

**ARTICLES OF INCORPORATION
OF
CS TERMINALS, INC.**

FILED
96 JUN 22 PM 1:50

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: **CS TERMINALS, INC.**

ARTICLE II PRINCIPAL OFFICE

A. The principal place of business of this corporation shall be:

601 Watson Farm Road
Palm Beach County
Lake Harbor, Florida 33459

B. The mailing address of this corporation shall be:

P.O. Box 405
Lake Harbor, Florida 33459

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time: 1,000,000 shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mark Elizer
601 Watson Farm Road
Lake Harbor, Florida 33459

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Peter T. Dirksen
Suite 1700, 511 Union Street
Nashville, Tennessee 37219

The undersigned incorporator has executed these Articles of Incorporation this 16th day of January, 1996.


Peter T. Dirksen

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **CS TERMINALS, INC.**
2. The name and address of the registered agent and office is:

**MARK ELIZER
601 WATSON FARM ROAD
LAKE HARBOR, FLORIDA 33459**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Mark Elizer
MARK ELIZER

JAN 10, 1996
Date

State of Florida
County of Hendry

Before me on this 10th day of January, 1996
personally appeared Mark Elizer, personally known to me.

N PTD178054 V1



NANETTE M. SCHMIEDEBERG
MY COMMISSION # CC 214665 EXPIRES
August 1, 1996
BONDED THRU TROY FAY INSURANCE, INC.

Nanette M. Schmiedeberg

P96000007932

ARTICLES OF MERGER
Merger Sheet

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MERGING:

OLD CORP., A FLORIDA CORPORATION, P94000008378.

CS TERMINALS, INC., A FLORIDA CORPORATION, P96000007932.

Into

CALCIUM SILICATE CORP., INC., a Tennessee corporation F95000001881

File date: July 1, 1996

Corporate Specialist: Nancy Hendricks