

P96000019551

GARY RUBINSON

*13-727-4755

TRIAD SPECIALTIES INC

13575 BATH ST N STE 111

CLEARWATER

FL 34520

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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FEB 29 1996

ARTICLES OF INCORPORATION
[CHARTER]
OF
ALCHEMY ENTERPRISES INC.

FILED
96 FEB 29 PM 12:15
TALLAHASSEE, FLORIDA

The undersigned director, acting on behalf of and for the shareholders and directors of ALCHEMY ENTERPRISES INC., adopts the following Articles of Incorporation [Charter] for such corporation pursuant to unanimous approval and declaration of the shareholders and directors of such corporation under the Florida General Corporation Act.

ARTICLE I. NAME

The name of this corporation (hereinafter referred to as the "corporation") is: ALCHEMY ENTERPRISES INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this corporation shall be to engage in any activities of business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation shall be authorized to issue One Hundred (100) shares of Common Stock which shall have no designated par value. The stated value shall be that amount per share as designated by the Board of Directors.

All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors of the corporation. Property, labor or services may be purchased and paid for with the Common Stock of the corporation at a just valuation to be fixed by the Board of Directors.

All transactions relating to the corporation's capital stock, including the sale, resale, purchase, repurchase, transfer, hypothecation or pledge of said stock, shall be approved by the Board of Directors prior to such transaction.

In the event of the death of a shareholder of the capital stock of the corporation, the corporation may, within a period of twelve (12) months, repurchase any or all shares outstanding at the stated value of the capital stock as set by the Board of Directors or at any other amount per share as determined and approved by the Board of Directors. Shares acquired in such manner shall be held in the corporation's treasury.

In the event of the dissolution or termination or cessation or significant contraction of the business activities of a corporation, partnership, trust or other entity which may hold capital stock in the corporation, the corporation may, within a period of twelve (12) months from the date of such event, repurchase any or all shares outstanding at the stated value of the shares as approved by the Board of Directors or at any other any amount per share as determined and approved by the Board of Directors. Shares acquired in such manner shall be held in the corporation's treasury.

ARTICLE V. INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE
AND REGISTERED AGENT

The initial registered office and principal office of this corporation shall be as follows:

13575 58th Street, North,
Clearwater, FL 34620

The initial Registered Agent of this corporation shall be:

Gary S. Rubinson
13575 58th Street, North,
Clearwater, FL 34620

ARTICLE VI. INCORPORATOR

The name and address of the initial incorporator of this corporation is:

Nancy L. Rubinson
13575 58th Street, North,
Clearwater, FL 34620

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by a majority vote of the Shareholders at a properly called meeting announced with least thirty (30) days' notice or in the manner prescribed by law.

The names and addresses of the initial directors of this corporation are:

Nancy L. Robinson
13575 58th Street, North
Clearwater, FL 34620

Gary S. Robinson
13575 58th Street, North
Clearwater, FL 34620

Thomas R. Smith
13575 58th Street, North
Clearwater, FL 34620

ARTICLE VIII. INITIAL OFFICERS

The names and addresses of the initial officers of this corporation are:

Nancy L. Robinson
President, Secretary and Treasurer
13575 58th Street, North
Clearwater, FL 34620

Gary S. Robinson
Vice President
13575 58th Street, North
Clearwater, FL 34620

ARTICLE IX. QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of the directors of the corporation. A majority of the shareholders shall constitute a quorum for a meeting of the shareholders of the corporation.

If a quorum is present, the affirmative vote of the majority present at a properly called meeting shall constitute an act of the shareholders or directors.

In the event a shareholder or director abstains from voting on any matter, the majority of those voting shall constitute an act of the shareholder or directors.

ARTICLE X. AMENDMENT OF ARTICLES OF INCORPORATION [CHARTER]

The power to adopt, alter, amend or repeal the Articles of Incorporation [Charter] shall be vested in the Board of Directors of the corporation who shall act when authorized to do so by a majority vote of the shareholders of the corporation.

ARTICLE XI. BYLAWS

The corporation's Board of Directors shall adopt Bylaws as needed and deemed appropriate to the functioning of the corporation. Such Bylaws may be adopted, altered, amended or repealed upon majority vote of the directors present at a meeting properly called for this purpose.

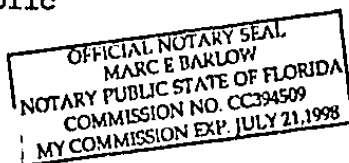
IN WITNESS WHEREOF, the undersigned director has executed these Articles of Incorporation [Charter] this 27th day of February, 1996, at Clearwater, Florida.

Nancy L. Robinson, Dir.
Nancy L. Robinson, as director

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Sworn to and subscribed before me, a Notary Public, this 27th day of February, 1996, at Clearwater, Florida. [X] Personally known and [X] produced Florida Driver License as identification.

MAJL, Notary Public



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

The following is submitted in compliance with Florida Statute
607.034:

That ALCHEMY ENTERPRISES INC., desiring to organize under the
laws of the State of Florida with its principal office as
indicated in the Articles of Incorporation [Charter] at
Clearwater, Florida, County of Pinellas, State of Florida, has
named Gary S. Robinson, 13575 58th Street, North, Clearwater,
Florida 34620, as its Registered Agent to accept service of
process within the State.

Acknowledgement:

Having been named as Registered Agent to accept service of
process for ALCHEMY ENTERPRISES INC. at the place designated in
this certificate, I hereby accept to act in this capacity and
agree to comply with the provisions of said statute.

Dated this 27th day of February, 1996, at Clearwater, Florida.


Gary S. Robinson,
as Registered Agent

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

Sworn to and subscribed before me, a Notary Public, this 27th day
of February, 1996, at Clearwater, Florida. [X] Personally known
and [X] provided Florida Driver License as identification.


_____, Notary Public

