

P96000033009

Pamela J. Rush

Requestor's Name

5500-A Airport Blvd.

Address

Tampa, FL 33634

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<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

4-15-96 JB

FILED
36 APR 11 PM 12:44
RECORDED
TAMPA, FLORIDA

ARTICLES OF INCORPORATION
OF
Meridian Trading & Technical, Inc.

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I
Name

The name of the Corporation is: Meridian Trading & Technical, Inc.

ARTICLE II
Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Department of State of the State of Florida and the Corporation shall have perpetual existence thereafter.

ARTICLE III
Nature of Business

The Corporation is organized to engage in the business of plastic-product distribution and in any and all other lawful business.

ARTICLE IV
Capital Stock

The Corporation is authorized to issue 1,000 shares of \$.01 par value common stock, which shall be designated common shares.

ARTICLE V
Principal Office, Initial Registered Office and Agent

The street address of the principal office and initial registered office of the Corporation is 5500-A Airport Boulevard, Tampa, Florida 33634 and the name of its initial registered agent at such address is Pamela J. Rush.

ARTICLE VI
Directors

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws of the Corporation, provided that the Corporation shall always have at least one director. The name and address of the

initial director of the Corporation who shall serve until a successor is duly elected and qualified is:

<u>Name</u>	<u>Address</u>
William B. Blackburn	5500-A Airport Boulevard Tampa, Florida 33634

ARTICLE VII
Incorporator

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

<u>Name</u>	<u>Address</u>
Pamela J. Rush	5500-A Airport Boulevard Tampa, Florida 33634

ARTICLE VIII
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors of the Corporation.

ARTICLE IX
Indemnification

(1) Except as limited by the following paragraph, the Corporation shall indemnify to the fullest extent authorized by Section 607.0850, Florida Statutes (1987) or as such law may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than such law permitted the Corporation to provide prior to such amendment), each Director or Officer of the Corporation who is or was a party to any proceeding by reason of the fact that he is or was a Director or Officer of the Corporation after April 1, 1996, or was serving after April 1, 1996, at the request of the Corporation as a Director, Officer or Employee of another corporation or other enterprise, against liability incurred in connection with such proceeding, including any appeal thereof. For purposes of this Article, the term "proceeding" includes any threatened, pending, or completed action, suit, or other type of proceeding, whether civil, criminal, administrative or investigative and whether formal or informal, and the term "liability" includes obligations to pay a judgement, settlement, penalty, fine (including an excise tax assessed with respect to any employee benefit plan), and expenses actually and reasonably incurred with respect to a proceeding. The right to indemnification conferred in this Article shall be a contract right and shall include the right to be paid by the Corporation the expenses incurred in defending any such proceeding in advance of

its final disposition upon receipt of an undertaking by or on behalf of such Director or Officer to repay such amount if he is ultimately found not to be entitled to indemnification by the Corporation. Indemnification and advancement of expenses as provided for in this Article shall continue to a person who has ceased to be a Director or Officer and shall inure to the benefit of the heirs, executors and administrators of such person.

(2) Indemnification or advancement of expenses shall not be made to or on behalf of any Director or Officer if a judgement or other final adjudication establishes that his action, or omissions to act, were material to the cause of action to adjudicated and constitutes:

(a) A violation of criminal law, unless the Director or Officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful;

(b) A transaction from which the Director or Officer derived an improper benefit (as defined in Section 607.165, Florida Statutes (1987));

(c) In the case of a Director, a circumstance under which Section 607.0831, Florida Statutes (1987), would subject a director to liability; or

(d) Willful misconduct or a conscious disregard for the best interests of the Corporation in a proceeding by or in the right of the Corporation to procure a judgement in its favor or in a proceeding by or in the right of a stockholder.

(3) The Corporation may purchase and maintain insurance, at its expense, to protect itself and any Director, Officer or Employee of the Corporation or other enterprise against any liability, whether or not the Corporation would have the power to indemnify such person against such liability under the Florida General Corporation Act.

(4) A person serving as a Director of the Corporation after April 1, 1996, shall not be personally liable for monetary damages to the Corporation or any other person (including a stockholder of the Corporation) for any statement, vote, decision, or failure to act, regarding corporate management or policy, by a Director, unless:

(a) The Director breached or failed to perform his duties as a Director; and

(b) The Director's breach of, or failure to perform, those duties constitutes:

(i) A violation of the criminal law, unless the Director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A judgement or other final adjudication against a Director in any criminal proceeding for a violation of the criminal law estops that Director from contesting the fact that his breach, or failure to perform, constitutes a violation of the criminal law; but does not estop the Director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful;

(ii) A transaction from which the Director derived an improper personal benefit (as limited by Section 607.0832 and 607.0834, Florida Statutes (1987));

(iii) A circumstance under which Section 607.144, Florida Statutes (1987), would subject the Director to liability;

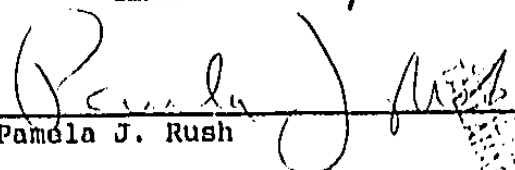
(iv) In a proceeding by or in the right of the Corporation to procure a judgement in its favor or by or in the right of a stockholder, conscious disregard for the best interest of the Corporation, or willful misconduct; or

(v) In a proceeding by or in the right of someone other than the Corporation or a stockholder, recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property. For the purposes of this Article, the term "recklessness" means the action, or omission to act, in conscious disregard of a risk known, or so obvious that it should have been known, to the Director; or known to the Director, or so obvious that it should have been known, to be so great as to make it highly probable that harm would follow from such action or omission."

ARTICLE X Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of April, 1996.


Pamela J. Rush

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me this 8th day of April, 1996 by Pamela J. Rush, as incorporator.


Notary Public
My Commission Expires:
(SEAL)

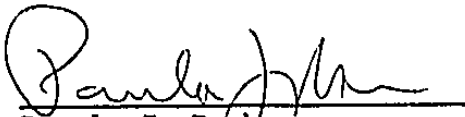


SHelly C. MAYSE
MY COMMISSION EXPIRES
JULY 2, 1997
DONALD THURGOOD FARMERS, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent and having been designated to accept service of process for the Corporation, at the place designated as the registered office, I hereby agree to serve as registered agent, to comply with all laws regarding the performance of my duties, and to accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 8th day of April, 1996


Pamela J. Rush