

KIM C. BOOKER

KIM C. BOOKER, P.A.
ATTORNEY AT LAW

2752-A ENTERPRISE ROAD
ORANGE CITY, FLORIDA 32763
PHONE (904) 774-6552
FAX (904) 774-1442

P96000043298

March 7, 1996

Ms. Sandra B. Mortham
Secretary of State
Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

900001739639
-03/12/96--01060--010
****122.50 ****122.50

RE: Cladiator Mobile (Florida), Inc.

Dear Ms. Mortham:

Enclosed please find the *Articles of Incorporation* of Cladiator Mobile (Florida), Inc., to be filed with the Secretary of State for H.D. Burns, in the above-referenced matter. Also included is a check in the amount of \$122.50 to cover said filing.

Thank you for your assistance in this filing. If you have any questions regarding this matter, please do not hesitate to contact my office.

Sincerely,

Kim C. Booker, P.A.

By

K-C Booker
Kim C. Booker, Attorney at Law

KCB:mrmm

Enclosures

DMC
3-15-96

BSB - 5/21/96 updated

FILED
96 MAR 11 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Mary Murphy gave
Auth by phone to
change the R.A. (H.D. Burns)
3-19-96*

**ARTICLES OF INCORPORATION
FOR
CLADIATOR MOBILE (FLORIDA), INC.**

FILED
96 MAR 11 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the provisions of Chapter 607, Florida Statutes, the undersigned, for the purpose of forming a corporation, does hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, as the Articles of Incorporation of Cladiator Mobile (Florida), Inc., a Florida corporation, the following, to wit:

Article I - Corporate Name

The name of the corporation is as follows:

CLADIATOR MOBILE (FLORIDA), INC.

Article II - Duration

This corporation shall exist perpetually unless dissolved in accordance with its Bylaws or pursuant to Florida law.

Article III - Purpose

The corporation is organized for the purpose of engaging in the business of marketing chemicals and any related activities or business permitted under the laws of the United States and State of Florida.

Article IV - Capital Stock

The corporation is authorized to issue one hundred shares (100) of common stock which shall be designated as "Common Shares."

Article V - Initial Registered Office and Agent

The principal office, if known or the mailing address of the corporation:

**CLADIATOR MOBILE (FLORIDA), INC.
1777 B Langley Avenue
DeLand, Florida 32720**

The name and street address of the Initial Registered Agent of this corporation is:

CLADIATOR CORPORATION
1777 B Langley Avenue
DeLand, Florida 32720

Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of the corporation are as follows:

H.D. Burns
42 Raymerville Drive
Markham, Ontario Canada L3P 4J5

and

Robert S. Miller
159 Lake Drive North
Kenswick, Ontario Canada L4P 3C8

Article VII - Incorporators

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

H.D. Burns
42 Raymerville Drive
Markham, Ontario Canada L3P 4J5

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 12 day of March, 1996.

H.D. Burns
H.D. Burns

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 7 day of March, 1996 by H.D. BURNS, who has produced a Florida Driver's License No.: 39 391-32223-85802 as identification and who did not take an oath.

Canadian
D.L. # -



MARY HELEN R. MURPHY
My Commission CC429676
Expires Dec 27 1998
Bonded by HAI
800-422 1585

Mary Helen R. Murphy
Notary Public

KIM C. BOOKER, P.A.
ATTORNEY AT LAW

KIM C. BOOKER


**2752-A ENTERPRISE ROAD
ORANGE CITY, FLORIDA 32763
PHONE (904) 774-8552
FAX (904) 774-1442**

The name and street address of the Initial Registered Agent and office of this corporation is:

Cladiator Corporation
1777 B Langley Avenue
DeLand, Florida 32720

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept the designation of Registered Agent and agree to comply with all laws governing Registered Agents.


Debra Ruetz, President
Cladiator Corporation