

7/30/96

FLORIDA DIVISION OF CORPORATIONS

3:52 PM

(((H90000010541)))
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE
STATE OF FLORIDA
408 W. 37th GARDEN STREET
TALLAHASSEE, FL 32309
FAX: (904) 322-4000

PUBLIC ACCESS SYSTEM
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CONTACT: RAY STORMONT
PHONE: (305) 841-3604
FAX: (305) 841-3770

(((H90000010541))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DEMER CORPORATION

FAX AUDIT NUMBER: H90000010541

DATE REQUESTED: 07/30/1996

CERTIFIED COPIES: 1

NUMBER OF PAGES: 4

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 15:52:17

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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NUM CAPS Connect: 00:05:3

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96 JUL 31 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
7/31

DIVISION OF CORPORATIONS

96 JUL 31 AM 7:52

RECEIVED

ARTICLES OF INCORPORATION

of

✓ DEMER CORPORATION
(Name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the corporation and address of the corporation is:
(Principal) 9506 SO. RED ROAD
DEMERE CORPORATION MIAMI, FL. 33156

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIFTH Shares (50) of TEN Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

Name: Douglas W. Oesterle
Address: 9506 So. Red Road
City: Miami State: FL. Zip: 33156

Douglas W. Oesterle
9506 SW 5th Ave.
Miami, FL 33136
(305) 463-7155
Accountant

-2-

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name: Douglas W. OSTERLE
Address: 9506 So. Red Road
City: Miami State: FL Zip: 33156

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: Douglas W. OSTERLE
Address: 9506 So. Red Road
City: Miami State: FL Zip: 33156

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 19 day of July, 1996.

→ Douglas W. Osterle (Seal)

Sign

H96000010541

CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent

of:

✓ DEMER CORPORATION

Pursuant to Florida Statutes, Section 48.091 and 607.034,
the following is submitted: The above Corporation, desiring
to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation

at: ✓ 9506 So. Red Road

has named: ✓ DOUGLAS W. OSTERLE
ALL COOPERATIVE

located at the aforesaid address, as its Registered Agent to
accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated Corporation at this place designated in this certificate
I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open
said office.

→ ✓ Douglas W. Osterle
Registered Agent

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JUL 31 AM 9:54
CLERK OF STATE
TALLAHASSEE, FLORIDA

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6/27/97

P96000063853

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DEMER CORPORATION

AUDIT NUMBER.....H97000010650

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

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PAGES..... 3

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97 JUL 11 PM 12:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/11/97

Dr
Amendment

8/27/97

FLORIDA DIVISION OF CORPORATIONS
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11:36 AM

((H97000010650 4))

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FLORIDA DEPARTMENT OF STATE

Sandra B. Northam
Secretary of State

July 10, 1997

DEMER CORPORATION
9306 SO. RED ROAD
MIAMI, FL 33156

SUBJECT: DEMER CORPORATION
REF: F96000063853

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000010650
Letter Number: 497A00035681

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97 JUL 11 AM 10:56
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

June 27, 1997

DEMER CORPORATION
9506 SO. RED ROAD
MIAMI, FL 33156

SUBJECT: DEMER CORPORATION
REF: F96000063883

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document is illegible and not acceptable for imaging.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6506.

Darlene Connell
Corporate Specialist

FAX Aud. #: E97000010650
Letter Number: 597A00034077

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27 JUL 10 PM 1:40
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⑤

H97000010650

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DEMER CORPORATION**

FILED
97 JUL 11 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1008, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added, or deleted)

To elect officers, as follows:

- 1) Michael G. Merhige - President/Director
- 2) Carole Merhige - Secretary-Treasurer/Director
- 3) Paul M. Merhige - Vice President
- 4) Carla L. Merhige - Vice President
- 5) Lisa A. Merhige - Vice President

Douglas W. Oesterle
9506 So. Red Road
Miami, FL 33156
(305) 666-7155

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 6-1-97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"

Voting Group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 10 day of July, 1997.

Signature: Wm. W. Carter
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

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TOTAL P.05

H97000010650

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Douglas W. Oesterle
Typed or printed name
Director /
Incorporator
Title

05901.000010650