

P96000068029

June 3, 1996

Nick Seraf
12232 N. 56th Street
Tampa, FL 33617

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: Filing of Articles of Corporation

Dear Sir or Madam;

Please accept the following Articles of Corporation for GLOBAL RESOURCE-NET, INCORPORATED. I believe that everything has been completed properly for recording with the State, so as not to delay it's filing and registration.

Thank you for your attention in this matter.

Sincerely,

Nick Seraf

Nick Seraf,
Stockholder

AUG 15 1996

BSB

FILED
95 AUG 13 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GLOBAL RESOURCE-NET INC.**

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96 AUG 13 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract himself to form the Corporation under the laws of the State of Florida.

**ARTICLE I
NAME
GLOBAL RESOURCE-NET INC.**

**ARTICLE II
BUSINESS OBJECTIVES OR PURPOSES**

The general nature of the business to be transacted by this Corporation, or the objects of the Corporation shall be as follows:

- a. To distribute cleaning maintenance chemicals, whether bulk liquid, powder or aerosol and equipment, paper, plastic or any supplies otherwise deemed beneficial to the Corporation .
- b. To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipping, furnishing, improvement, development of the management of any property, real or personal, at any time owned, held or serviced by the Corporation, and to invest, and deal in, any personal property deemed beneficial to the Corporation and to encumber or dispose of any personal property at any time owned or held by the Corporation.
- c. To engage in any lawful enterprise, whether consumer commercial, industrial, or agricultural, calculated or designated to be profitable to this Corporation.
- d. To generally engage in, do, and perform any enterprise, act, or vocation that a natural person might or could do or perform.
- e. To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and real property of every class and description.

- f. To purchase, lease, and hold real and personal property and any and every estate and interest therein and choses in action secured thereby, to improve, manage, operate, sell, mortgage and assignments of mortgages on the same, and to transact all and or other business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the Corporation.
- g. To borrow money and contract debts when necessary for the transaction of it's business or for the exercise of it's corporate rights, privileges or franchises, or notes, bills of exchange, indebtedness and other obligations and evidence of the indebtedness payable at a specified time or times by mortgage or otherwise.
- h. To guarantee, purchase , hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of, or any bonds issued by, or evidence of indebtedness created by any other corporations, and while owning said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.
- i. To purchase, sell, or transfer shares of it's own capital stock.
- j. To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and any licenses or other rights or interest therein or thereunder.
- k. In general, to carry on any other business in connection with the foregoing and to have and exercise all powers conferred by the laws of the State of Florida upon Corporation formed under the general amendments thereto, and to do any and all things herein before set forth to the same extent as a natural person might or could do.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing shall not be held to limit or restrict in any manner the powers of the Corporation.

ARTICLE III CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation shall be 1,000 shares at \$1.00 par value common capital stock. Each of the said shares of stocks shall entitle the holder thereto to one (1) vote at any meeting of the stockholders. All or any part of the said stock may be paid for cash, in property, or in labor or services, at a fair valuation to be fixed by the Board of

Directors at a meeting called for such purpose. All stock shall be paid for and shall be non-assessable.

ARTICLE IV

The amount of capital with which this Corporation shall begin business will not be less than \$1,000 dollars.

ARTICLE V EXISTENCE OF CORPORATION

This Corporation shall have perpetual existence.

ARTICLE VI ADDRESS

The new Corporation will maintain one address or principle place of business:
12232 N. 56th Street Tampa, FL 33617.

The Corporation shall have the power to change the location of the principle office of and to establish branch offices at any other place within or without the State of Florida, as may be determined and deemed expedient.

ARTICLE VII BOARD OF DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one and no more than five, the number of the same to be fixed by the stockholders or by the corporate by-laws. Each of the said Directors shall be of full age and at least one of them shall be an American Citizen. A quorum for the transaction of business shall be a majority of the Directors present at a meeting of the Board of Directors. Any action taken at which a quorum is present shall be the act of the Directors. Subject to the by-laws of this Corporation, meetings of the Directors may be held within or without of the State of Florida. Directors need not be stockholders.

FIRST BOARD OF DIRECTORS

The names and addresses of the first Board of Directors who shall serve until they resign or until their successors have been duly elected and qualified are:

1) Nick Seraf
3225 South McDill Avenue
Suite#133-103
Tampa, FL 33629

2) Debra Sadler
100 Wilder Place
Chapel Hill, NC 27513

ARTICLE IX BY-LAWS

- a. The power to adopt the by-laws of this Corporation, to alter, amend, or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this Corporation; provided, however, that any by-laws or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the stockholders. No by-law which has been altered, amended, or repealed by vote of the Directors until half of one year shall have expired since such action by vote of such stockholders.
- b. The by-laws of this Corporation shall be the government of the Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the Corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this State of the United States.

ARTICLE X SUBSCRIBERS

The subscriber of these Articles of Incorporation, his address, the number of shares of stock each intends to take and the consideration paid therefore, are as follows:

NAME OF STOCKHOLDER

NUMBER OF SHARES

Nick Seraf
3225 South McDill Avenue

350 @ \$1 per share

NAME OF STOCKHOLDER

NUMBER OF SHARES

Nick Seraf
3225 South McMill Avenue
Suite#133-103
Tampa, FL 33629

350 @ \$1 per share

Debra Sadler
100 Wilder Place
Chapel Hill, NC 27513

350 @ \$1 per share

Open Shares

300 @ \$1 per share

By: *Nick Seraf*
Stockholder

By: *Debra Sadler*
Stockholder

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

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said act:

First-- that Global Resource-net Inc. desiring to organize under the laws of The State of Florida with its principle office, as indicated in the Articles of Incorporation at City of Tampa, County of Hillsborough, State of Florida has named Nick Seraf, located at 12232 N. 56th Street, City of Tampa, County of Hillsborough, State of Florida as it's agent to accept service of process within this State.

SWORN TO and subscribed before me
This 26TH day JUNE A.D. 1996

Ronald A. Cinelli
Ronald A. Cinelli, Notary Public

My commission expires: 12/12/98 Commission #CC425741

IDENTITY ACKNOWLEDGED BY PERSONAL KNOWLEDGE



RONALD A. CINELLI
COMMISSION # CC 425741
EXPIRES 12/12/1998
BONDED THRU
ATLANTIC BONDING CO., INC.