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D & K Environment, Inc
3920 N.W. 167th St.
Miami, FL 33054

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*****70.00 *****70.00

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<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

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
96 NOV 12 PM 8:55

**ARTICLES OF INCORPORATION
OF
D & K ENVIRONMENTAL , INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 12 AM 8:55

ARTICLE I

The name of the corporation is: D & K ENVIRONMENTAL , INC.

ARTICLE II

The address of the corporation is: 3920 N.W. 167th Street, Miami, Florida 33054

ARTICLE III

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE IV

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of FLORIDA , other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of FLORIDA.

The purpose is also to seek and engage in environmental contracts and environmental restoration. The forgoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporation objectives expressed above.

ARTICLE V

The name and address in this State of the Corporation's initial registered agent for service of process is: WILLIAM L. DOZIER, 3920 N.W. 167TH STREET
MIAMI, FLORIDA 33054

ARTICLE VI

This corporation is authorized to issue only one class of shares of stock which shall be designated common stock. The par value thereof, and the characteristics of such stock shall be as follows:
(Stocks will be No-Par Stock)

Number of Shares	Par Value	Class of
<u>Authorized</u>	<u>Per Share</u>	<u>Stock</u>
500	\$1.00	Common

The consideration of all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash at a just valuation to be fixed by the Board of Directors of the Corporation. The Board of Directors shall fix the rights and privileges of the stock pursuant to a shareholders agreement and/or the Bylaws.

ARTICLE VII

The names and addresses of the persons who are appointed to act as the initial directors of the corporation are:

WILLIAM L. DOZIER

3920 N.W. 167TH ST. MIAMI, FL 33054

KAYODE OLOWU

3922 N.W. 167TH ST. MIAMI, FL 33054

ARTICLE VIII

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent possible under the laws of the State of FLORIDA.

ARTICLE IX

The corporation is authorized to indemnify the directors and the officers of the corporation to the fullest extent permissible under the laws of the State of FLORIDA.

ARTICLE X

The Fiscal year of the corporation shall be January 1st to December 31st.

ARTICLE XI

President shall be William L. Dozier.
3920 N.W. 167th Street
Miami, Fl 33054

Secretary / Treasurer Kayode Olowu.
3922 N.W. 167th Street
Miami, FL 33054

ARTICLES XII

Incorporators shall be William L. Dozier and Kayode Olowu.

ARTICLE XIII

In the event of any voluntary or involuntary liquidations, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE XIV

Each share holder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price which is offered to others.

ARTICLE XV

The power to adopt, alter, amend and repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XVI

Share of Preferred stock and Common stock of this corporation shall not be issued at this time. Shares held by the initial shareholders may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and the corporation.

50% SHARES COMMON STOCKS

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and the corporation.

ARTICLE XVII

At each election for directors, each shareholder entitled to vote at such election shall have their right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XVIII

Fifty (50%) percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of the shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

ARTICLE XIX

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by the law either now or hereafter.

ARTICLE XX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise involved in, any contract or transaction of this corporation, provided that the part the he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or any officer of such corporation or who is interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this

corporation which shall authorize any such contract or transaction with the force and effect as if he were not such a director or officer or such other corporation, or not so interested.

ARTICLE XXI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or may amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 11th day of April, 1996.

Elaine Lenon

Elaine Lenon

STATE OF FLORIDA)
COUNTY OF DADE) SS
)

BEFORE ME, an officer duly authorized in the State aforesaid and the County aforesaid, to take acknowledgements personally appeared _____, to me personally known, or having produced identification, _____, to be the person described in and who executed the same for the purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this _____ day of _____, 1996

NOTARY PUBLIC, STATE OF FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTER AGENT/ REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 12 AM 8:55

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designation the registered office/ registered agent, in the State Of Florida.

The name of the corporation is.

D & K Environmental , Inc.

The name and address of the registered agent and office is.

William L. Dozier
3920 N.W. 167th Street
Miami, Florida 33054

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

William L. Dozier
(print name)


(signature)

11-6-96
(Date)