

P96000102819

WATSON, FOLDS, STEADHAM, TOVKACH, WALKER & MARSTON

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

527 EAST UNIVERSITY AVENUE

POST OFFICE BOX 1070

GAINESVILLE, FLORIDA 32602

WILLIAM B. WATSON, III
JOHN M. STEADHAM
ALLISON E. FOLDS
WALTER M. TOVKACH*
S. SCOTT WALKER
W. WESLEY MARSTON
PAUL J. CONSRUCK**

TELEPHONE
(352) 372-8401

TELECOPIER
(352) 372-1826

*ALSO ADMITTED IN
OHIO & NORTH CAROLINA

**ALSO ADMITTED IN MARYLAND

December 10, 1996

State of Florida
Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

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RE: CyberChem, Inc.

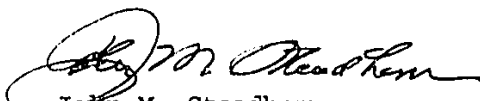
Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation of the above-named corporation, together with the Certificate Designating Place of Business and Resident Agent, and my attorney's account check in the amount of \$122.50 payable to the order of the Secretary of State to cover the following fees:

| | |
|--|---------|
| Filing fee | \$35.00 |
| Certificate Designating Resident Agent | \$35.00 |
| Certified copy of Articles of Incorporation | \$52.50 |

After the original Articles of Incorporation have been filed, please certify the enclosed copy and return it to me.

Sincerely yours,


John M. Steadham
For the Firm

Enclosures

~~012~~
~~W96-26376~~

EFFECTIVE DATE
12-18-96

JMC
12/23/96

FILED
96 DEC 20 AM 9:59
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 16, 1996

WATSON, FOLDS, STEADHAM, ET. AL.
ATTN: JOHN M. STEADHAM
POST OFFICE BOX 1070
GAINESVILLE, FL 32602

SUBJECT: CYBERCHEM, INC.
Ref. Number: W96000026376

We have received your document for CYBERCHEM, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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 (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 896A00056038

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December 18, 1996

State of Florida
Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

Your Ref. No. W96000026376

RE: CyberChem, Inc.

Dear Sir:


Enclosed please find an original and one copy of the Articles of Incorporation of the above-named corporation, together with the Certificate Designating Place of Business and Resident Agent, and a copy of your letter to me of December 16, 1996, rejecting the original filing for this corporation.

Please note that I previously submitted to you my attorney's account check in the amount of \$122.50 payable to the order of the Secretary of State to cover the following fees:

| | |
|--|---------|
| Filing fee | \$35.00 |
| Certificate Designating Resident Agent | \$35.00 |
| Certified copy of Articles of Incorporation | \$52.50 |

After the original Articles of Incorporation have been filed, please certify the enclosed copy and return it to me.

Sincerely yours,


John M. Steadham
For the Firm

Enclosures

ARTICLES OF INCORPORATION
of
CyberChem, Inc.

FILED
96 DEC 20 AM 9: 59
STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

Article I

12-18-96

Name. The name of the Corporation is CyberChem, Inc.

Article II

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution of these Articles.

Article III

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

Article IV

Capital Stock. This Corporation is authorized to issue ONE THOUSAND (1,000) shares of One Dollar (\$1.00) par value common stock.

Article V

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

Article VI

Mailing Address, Initial Registered Office and Agent. The Mailing address of this is Post Office Box 1070, Gainesville, Florida 32602. The street address of the initial registered office of this Corporation 527 East University Avenue, Gainesville, Florida 32601, and the name of the initial registered agent of this Corporation is WATSON, FOLDS, STEADHAM, TOVKACH & WALKER, P.A., a Florida professional association, whose street address is 527 East University Avenue, Gainesville, Florida 32601 and whose mailing address is Post Office Box 1070, Gainesville, Florida 32602.

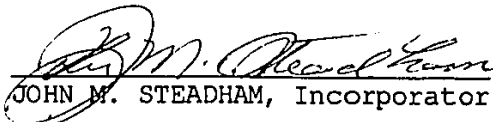
Article VII

Initial Board of Directors. This Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is: JOHN M. STEADHAM, 527 East University Avenue, Post Office Box 1070, Gainesville, Florida, 32602.

Article VIII

Incorporator. The name and address of the person signing these Articles is JOHN M. STEADHAM, 527 East University Avenue, Post Office Box 1070, Gainesville, Florida, 32602.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of December, A.D. 1996.


JOHN M. STEADHAM, Incorporator

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

FILED

96 DEC 20 AM 9:59

STATE
TALLAHASSEE, FLORIDA

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

First--CyberChem, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Gainesville, County of Alachua, State of Florida, has named the law firm of WATSON, FOLDS, STEADHAM, TOVKACH & WALKER, P.A., a Florida professional association, located at 527 East University Avenue, Post Office Box 1070, City of Gainesville, County of Alachua, State of Florida, 32602 as its agent to accept service of process within this State.

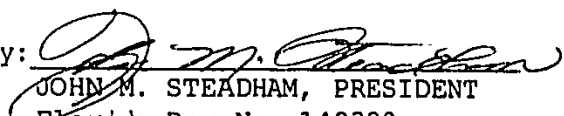
Acknowledgment

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 18th day of December, 1996.

WATSON, FOLDS, STEADHAM, TOVKACH
& WALKER, P.A., RESIDENT AGENT

By:


JOHN M. STEADHAM, PRESIDENT
Florida Bar No. 149320
527 East University Avenue
Post Office Box 1070
Gainesville, FL 32602
(352) 372-8401 - Telephone
(352) 372-1826 - Facsimile