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REFERENCE: 317661 80732A

AUTHORIZATION:

COST LIMIT : \$

ORDER DATE: April 3, 1997

ORDER TIME : 10:57 AM

ORDER NO. : 317661-005

CUSTOMER NO: 80732A

CUSTOMER: Peter T. Hofstra, Esq

DELOACH & HOFSTRA, PA

8640 Seminole Boulevard

Seminole, FL 34642

DOMESTIC FILING

NAME: MAFCO, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

X PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

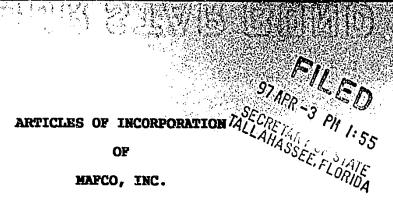
CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

RECEIVED
97 APR -3 PH IZ: 07
DIVISION OF CORPORATION

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



The undersigned, acting as incorporators to these Articles of Incorporation, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I NAME_AND_ADDRESS

The name of the corporation is: MAFCO, INC. The physical address of the corporation is 2101 Starkey Rd., M-5, Largo, Florida 33771. The mailing address of the corporation is 2101 Starkey Rd., M-5, Largo, Florida 33771.

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The corporation is authorized to issue seven thousand five hundred (7,500) shares, all of one class, at a par value of One Dollar (\$1.00) per share.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida is 8640 Seminole Boulevard, Seminole, Florida 33772.

The initial registered agent of this corporation is Peter T. Hofstra.

ARTICLE VI DIRECTORS

The corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time, by amendment to the By-Laws, but shall never be less than one (1).

ARTICLE VII INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	ADDRESS
Francis E. Borza	2101 Starkey Rd., M-5 Largo, Florida 33771
Joyce M. Borza	2101 Starkey Rd., M-5 Largo, Florida 33771
Robert P. Borza	2101 Starkey Rd., M-5 Largo, Florida 33771
Thomas R. Christian	2101 Starkey Rd., M-5 Largo, Florida 33771

ARTICLE VIII INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation are as follows:

NAME

<u>ADDRESS</u>

Francis E. Borza

2101 Starkey Rd., M-5, Largo, Florida 33771

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI DATE_OF_INCEPTION

The date the corporate existence shall begin is as of the date of filing and acceptance of these Articles by the Secretary of State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 315+ day of MARCH, 1997.

Francis E. Borga (SEAL)

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 315t day of MARCH, 1997, by FRANCIS E. BORZA, who is personally known to me or who has produced FL Oriver's License as identification.

(Signiture of Motary)

(Signiture of Motary)

(Hame of notary, printed or stamped)

Neide R. Preide
MY COMMISSION # COST7363 EXPIRES
August 14, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public

(Serial Mumber, if any)

acceptance of registered agent

Having been named to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.

PETER T: HOFSTRA Registered Agent

corp\chemical.inc

97 APR -3 PH 1:55
SECRETARY STATE