

# BRETT & REYNOLDS

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REPLY TO:

**P97000058310**

Ocala Office

June 27, 1997

600002228516--1  
-07/02/97--01012--018  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Corporation Division  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: 3 W-International, Inc

Gentlemen:

Enclosed herewith are the executed original and one (1) copy of the Articles of Incorporation for the above-referenced corporation.

I have also enclosed my trustee check number 1295 made payable to the Secretary of State in the amount of \$122.50 to cover the costs of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00
TOTAL	\$ 122.50

Please file the original Articles and return the copy, once it is certified, to my office.

Thank you for your kind cooperation.

Very truly yours,

*Robert J. Reynolds / FRP*  
Robert J. Reynolds

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL -2 11:15

*7/13/97*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL -2 AM 10:15

ARTICLES OF INCORPORATION

OF

3 W-International, Inc.

THE UNDERSIGNED, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

Article I - Name

The name of the corporation is:

3 W-International, Inc.

Article II - Location and Mailing Address

The primary location of the corporate office and its mailing address is:

11677 S.W. 71st Terrace Road  
Ocala, Florida 34476

Article III - Purpose

The general purpose for which the Corporation is organized is to sell PU Foam Scrap to bonding companies in the United States and Canada, but shall nevertheless include the transaction of any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act, the laws of the State of Florida or of the United States of America.

Article IV - Duration

The duration of the Corporation is to be perpetual. The date and time of the corporate existence shall be the date and time when these Articles of Incorporation are filed with the Secretary of State's office.

#### Article V - Capital Stock

This Corporation is authorized to issue ONE THOUSAND (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

#### Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 11677 S.W. 71st Terrace Road, Ocala, Florida 34476, and the name of the initial registered agent of this Corporation at that office is LYNNE GORDON MUELLER.

#### Article VII - Initial Board of Directors

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one and not more than five. The names and addresses of the initial Directors of this Corporation are as follows:

Lynne G. Mueller  
11677 S.W. 71st Street  
Ocala, Florida 34476

Wolfgang Erwin Gwiasda  
Mullhorn 11  
21629 Neu Wulmstorf/Elstorf  
Germany

Bernd Wacker  
Mittleweg 10  
28832 Achim-Baden  
Germany

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DIVISION OF CORPORATIONS

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Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is:

Lynne Gordon Mueller  
11677 S.W. 71st Street  
Ocala, Florida 34476

Article IX - Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24th day of June, 1997.

  
LYNNE GORDON MUELLER

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 24th DAY OF June, 1997.

  
LYNNE GORDON MUELLER

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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STATE OF NEW YORK

COUNTY OF Nassau

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared LYNNE GORDON MUELLER, known to me and known by me to be the person who produced NYS DR LIC \_\_\_\_\_ as identification, who as Incorporator, executed the foregoing Articles of Incorporation of 3 W-International, Inc., and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 24th day of June, 1997.

(SEAL)

Kar. Hancock  
NOTARY PUBLIC

My Commission Expires:

MARK HANCOCK  
Notary Public, State of New York  
No. 4840668  
Qualified in Nassau County  
Commission Expires March 30, 1999