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Law Office of Donald J. Thomas

4730 NW Boca Raton Boulevard  
Boca Raton, Florida 33431

DONALD J. THOMAS, ESQ.

Telephone (561) 912-9192  
Facsimile (561) 989-3775

August 20, 1997

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

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-08/21/97--01072--014  
\*\*\*\*122.50 \*\*\*\*122.50

RE: E.M. of Florida, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for E.M. of Florida, Inc. Please file these Articles and return one certified copy to me. I have enclosed my check in the amount of \$122.50 to cover the costs of filing, one certified copy and the registered agent designation.

If you have any further questions concerning this matter, please do not hesitate to contact me.

Very truly yours,

EFFECTIVE DATE  
8-19-97

DONALD J. THOMAS

DJT\crs  
Enclosures (3)

1 AUG 22

B5B

W97-19493

FILED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

97 AUG 21 AM 8:40



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

August 22, 1997

**LAW OFFICE OF DONALD J. THOMAS, ESQ.**  
4730 N.W. BOCA RATON BLVD.  
BOCA RATON, FL 33431

**SUBJECT: E.M. OF FLORIDA, INC.**  
Ref. Number: W97000019493

We have received your document for E.M. OF FLORIDA, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6925.

**Brenda Baker**  
Corporate Specialist

Letter Number: 197A00042536

**Law Office of Donald J. Thomas**

4730 NW Boca Raton Boulevard  
Boca Raton, Florida 33431

DONALD J. THOMAS, ESQ.

Telephone (561) 912-9192  
Facsimile (561) 989-3775

August 29, 1997

Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attention: Brenda Baker

Re: Effective Microorganism of Florida, Inc.

Dear Ms. Baker:

Enclosed please find an original and one copy of Articles of Incorporation for Effective Microorganism of Florida, Inc. Please file the Articles of Incorporation and return one to the undersigned.

Thank you for your cooperation in this matter. If you have any questions in this regard, please do not hesitate to contact me.

Very truly yours,

  
DONALD J. THOMAS

DJT/al  
Encls.

FILED

97 AUG 21 AM 8:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
8-19-97

ARTICLES OF INCORPORATION

OF

EFFECTIVE MICROORGANISM OF FLORIDA, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

The name of the corporation is EFFECTIVE MICROORGANISM OF FLORIDA, INC.

ARTICLE II

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

The corporation is authorized to issue 1,000 shares of one cent (\$.01) par value stock. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders.

The shares of stock may be issued for such consideration having a value not less than par value of the share issued therefor as is determined from time to time by the Board of Directors to be paid in whole or in part, in cash or other property, tangible or intangible, or in labor or services performed for the corporation.

Shares may be issued in exchange for written promises to perform services in the future. If shares are issued without full consideration being paid prior to issuance, notice shall be given to all stockholders ten (10) days prior to such issuance.

ARTICLE V

#### ARTICLE V

The principal address of the corporation shall be: 1116 Poinsettia Dr., Delray Bch., Florida 33444.

#### ARTICLE VI

All corporate powers shall be executed by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

The corporation shall have one (3) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The names and street addresses of the initial directors who shall hold office until their successors shall be chosen at the first meeting of the Stockholders who have qualified shall be:

Art Scroggie- 1116 Poinsettia Dr., Delray Bch. Fl. 33444

Joe Tardonia- 1116 Poinsettia Dr., Delray Bch., Fl. 33444

Roger Decapita- 1116 Poinsettia Dr., Delray Bch. Fl. 33444

#### ARTICLE VII

The corporation may indemnify any present or former officer or director or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

#### ARTICLE VIII

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any by-law adopted by the Shareholders if the Shareholders provide that the by-law shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE IX

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the Stockholders or at any special meeting of the Stockholders called for that purpose.

#### ARTICLE X

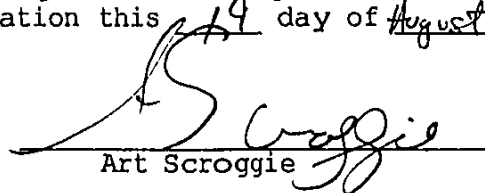
The name and address of the Incorporator to these Articles of

Incorporation is: Art Scroggie, 1116 Poinsettia Dr., Delray Bch.,  
Fl. 33444.

#### ARTICLE XI

The street address of the initial registered office of the corporation is 1116 Poinsettia Dr., Delray Bch., Fl. 33444 and the name of the initial registered agent of the corporation at that address is Art Scroggie.

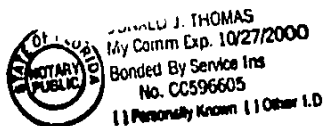
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 19 day of August, 1997.

  
Art Scroggie

STATE OF FLORIDA       )  
                                  ) ss.  
COUNTY OF PALM BEACH)

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Art Scroggie, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and that he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 19 day of August, 1997 at Boca Raton, Palm Beach County, Florida.



  
Notary Public, State of Florida

(Print, type or stamp Commissioned  
name of Notary Public)

My Commission Expires:

( ☒ ) Personally known or ( ☐ ) Produced Identification  
Type of Identification: \_\_\_\_\_

CERTIFICATE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Registered Agent

DATED: 8/11/97

FILED  
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STATE  
TALLAHASSEE FLORIDA