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CHARLES C. CHILLINGWORTH
ANNIE CONWAY

October 5, 1997

**Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301**

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-10/20/97--01095--010
*****122.50 ***122.50**

**Re: Articles of Incorporation
Seminole Scrap Corporation**

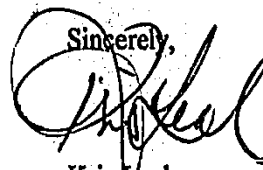
Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$122.50 as follows:

| | |
|-----------------------------------|---------------------|
| Filing Fee | \$ 35.00 |
| Certified Copy of Charter | 52.50 |
| Resident Agent Certificate | <u>35.00</u> |
| Total | \$122.50 |

Please send us a certified copy of the Articles when filed. Thank you for your cooperation and assistance.

Sincerely,



**Kris Leal
Legal Assistant**

Enclosure

FILED
97 OCT 20 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/17/97

**Articles Of Incorporation
Of
Seminole Scrap Corporation**

FILED
97 OCT 20 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is **Seminole Scrap Corporation**.

Article II - Effective Date and Duration

This corporation shall begin existence as of the date of filing with the Secretary of State and continue perpetually unless dissolved.

Article III - Purpose

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

Article IV - Common Stock

This corporation is authorized to issue one hundred (100) shares of common stock with a par value of none.

Article V - Authority

This corporation has the authority to conduct any and all lawful business which can be legally conducted by any corporation.

Article VI - Dividends

This corporation shall pay dividends upon the terms and conditions specified by the Board of Directors from time to time.

Article VII - Incorporator

The name of and address of the incorporator of this corporation is as follows:

Charles C. Chillingworth, Esq.
Chillingworth & Conway, P.A.
2090 Palm Beach Lakes Boulevard
Suite 800
West Palm Beach, FL 33409

Article VIII - Officers and Directors

The following persons hereby hold the offices indicated, subscribe to the number of shares indicated, and reside at the addresses listed:

| Name | Number of Shares | Office |
|---|-----------------------------|------------------------------------|
| Charles C. Chillingworth 2090 Palm Beach Lakes Boulevard Suite 800 West Palm Beach, FL 33409 | 1 | President, Treasurer & Director |
| Helen K. Fekete 2090 Palm Beach Lakes Boulevard Suite 800 West Palm Beach, FL 33409 | 0 | Secretary |

Directors shall hold office for a period of one (1) year and shall be elected at each shareholder's meeting. There shall be (1) director initially.

Article IX - Powers of Directors

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make and alter the By-Laws of this corporation to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon real and personal property belonging to this corporation. The Board of Directors shall also have the authority to hire and fire all employees of the corporation and to fix their compensation, unless these responsibilities are delegated to an officer.

Article X - Principal Place of Business

The principal place of business of this corporation shall be 2090 Palm Beach Lakes Boulevard, Suite 800, West Palm Beach, FL 33409. The Board of Directors may from time to time move the place of business of this corporation.

Article XI - Registered Agent

The Registered Agent for service of process of this corporation, who shall serve until removed by the Board of Directors, is Charles C. Chillingworth, Esq., Chillingworth & Conway, P.A., 2090 Palm Beach Lakes Boulevard, Suite 800, West Palm Beach, FL 33409.

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

I **HEREBY CERTIFY** that on this day before me, an officer duly qualified to take acknowledgments, personally appeared **Charles C. Chillingworth**, to me known personally to be the person described in, and who executed the foregoing instrument, and who did not take an oath, and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of October, 1997.



Kris Leal
Notary Public
My Commission Expires

Acceptance



Kris Leal
MY COMMISSION # CC680434 EXPIRES
September 15, 2001
BONDED THRU TRISTY FARM INSURANCE INC.

I, **Charles C. Chillingworth**, whose address is Chillingworth & Conway, P.A., 2090 Palm Beach Lakes Boulevard, Suite 800, West Palm Beach, FL 33409, do hereby accept the appointment of Registered Agent for **Seminole Scrap Corporation**.



Charles C. Chillingworth
Registered Agent

FILED
97 OCT 20 PM 2:09
STATE
SECRETARY
TALLAHASSEE, FLORIDA