

P 970000 90686

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OF COUNSEL  
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BOARD CERTIFIED ADMIRALTY & MARITIME LAW

October 16, 1997

FILED  
91 OCT 22 AM 10 48  
TALLAHASSEE  
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650 665-2000  
dwm@taxpay.com

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

RE: GLENNEY, INC.

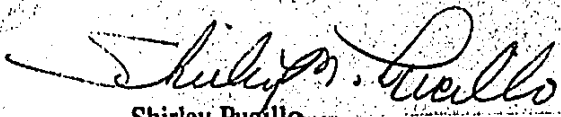
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-10/20/97-01045-017  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Dear Sirs:

Please find enclosed for filing the original and one copy of the Articles of Incorporation of Glenney, Inc. Also enclosed is a check in the amount of \$122.50 for the filing fees.

If you should have any questions in regard to the above matter, please do not hesitate to contact this office at (407) 655-1200. Thank you.

Sincerely,



Shirley Pucillo  
Secretary to Timothy L. Whalen  
Enclosures

OCT 22 1997

ARTICLES OF INCORPORATION  
OF

GLENNEY, INC.

FILED  
91 OCT 20 AM 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SOUTHWORTH RECYCLED

The undersigned subscriber to these Articles  
Incorporation, a natural person competent to contract,  
hereby forms a corporation under the laws of the State of  
Florida.

25% Cotton Fiber USA

ARTICLE I - NAME

The name of the corporation shall be:

GLENNEY, INC.

The principal place of business of this corporation shall be  
301 Clematis Street, Suite 200, West Palm Beach, Florida  
33401, or such other addresses as shall be designated from  
time to time.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact in any or  
all lawful activities or business permitted under the laws  
of the United States, the State of Florida or any other  
state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this  
corporation is authorized to have outstanding at any one  
time is 3,500 shares of common stock having one dollar  
(\$1.00) par value per share.

#### ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 301 Clematis Street, Suite 200, West Palm Beach, FL 33401 and the name of the initial registered agent of the corporation at that address is Timothy L. Whalen.

#### ARTICLE V - TERM OF EXISTENCE

The corporation shall exist in perpetuity.

#### ARTICLE VI - DIRECTORS

This corporation shall have one director initially. The maximum number of directors of the corporation is seven (7). The names and addresses of the initial Board of Directors are:

Daryl Glenney  
P.O. Box 2626  
West Palm Beach, FL 334002

#### ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

Daryl Glenney  
President/Secretary/Treasurer  
P.O. Box 2626  
West Palm Beach, FL 334002

#### ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to

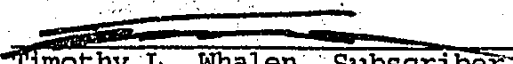
these Articles of Incorporation is:

Timothy L. Whalen  
301 Clematis Street  
Suite 200  
West Palm Beach, FL 33401

ARTICLE IX - AMENDMENT

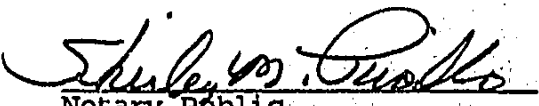
These Articles of Incorporation may be amended by a majority in interest of the shareholders of the corporation at a meeting duly called for such purpose.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of October, 1997.

  
Timothy L. Whalen, Subscriber

STATE OF FLORIDA            )  
                                      )  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me this 15th day of October, 1997 by Timothy L. Whalen, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

  
Notary Public,  
State of Florida at Large

My Commission expires:

My Commission Number:



SHIRLEY M PUCILLO  
My Commission CC546650  
Expires Apr. 09, 2000

**CERTIFICATE DESIGNATING REGISTERED  
OFFICE FOR THE SERVICE OF PROCESS**

Pursuant to Chapter 48.091 and Chapter 607.034, Florida Statutes, the following is submitted in compliance with said Act:

That GLENNEY, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at the City of West Palm Beach, Florida, hereby appoints Timothy L. Whalen, 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 provisions of said Act relative to keeping open said office.

By: ~~XXXXXXXXXXXXXXXXXXXX~~  
Timothy L. Whalen  
Registered Agent

Dated: October 12, 199

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97 OCT 20 AM 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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