

P970000 95931

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Fairel Packaging,
Inc.

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-11/10/97-01026-006
****122.50 ****122.50

RECEIVED
97 NOV 10 AM 10:05
DIVISION OF CORPORATION

- FILED
97 NOV 10 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
- ☒ Art of Inc. File _____
 - ____ LTD Partnership File _____
 - ____ Foreign Corp. File _____
 - ____ L.C. File _____
 - ____ Fictitious Name File _____
 - ____ Trade/Service Mark _____
 - ____ Merger File _____
 - ____ Art. of Amend. File _____
 - ____ RA Resignation _____
 - ____ Dissolution / Withdrawal _____
 - ____ Annual Report / Reinstatement _____
 - ☒ Cert. Copy _____
 - ____ Photo Copy _____
 - ____ Certificate of Good Standing _____
 - ____ Certificate of Status _____
 - ____ Certificate of Fictitious Name _____
 - ____ Corp Record Search _____
 - ____ Officer Search _____
 - ____ Fictitious Search _____
 - ____ Fictitious Owner Search _____
 - ____ Vehicle Search _____
 - ____ Driving Record _____
 - ____ UCC 1 or 3 File _____
 - ____ UCC 11 Search _____
 - ____ UCC 11 Retrieval _____
 - ____ Courier _____

Signature _____

Requested by: LS 11/10 9:48
Name Date Time

Walk-In _____ Will Pick Up _____

OK 11-10-97

ARTICLES OF INCORPORATION
OF
FAIREL PACKAGING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby certify to the following in order to form a corporation for a profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is FAIREL PACKAGING, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - PRINCIPAL OFFICE

The principal office of this corporation is 506 Somerset Drive, Auburndale, Florida 33823 and the corporate mailing address is at said location.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of Ten Dollars (\$1.00) par value

common stock, which shall be designated "common shares".

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 506 Somerset Drive, Auburndale, Florida 33823, and the name of the initial registered agent at that address is DOUGLAS L. FAIREL.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individuals constituting the original Board shall be:

| | |
|--------------------------|----------------------------------|
| <i>DOUGLAS L. FAIREL</i> | <i>506 Somerset Drive</i> |
| | <i>Auburndale, Florida 33823</i> |
| <i>WILLIAM WHITNEY</i> | <i>6830 Crews Lake Road</i> |
| | <i>Lakeland, Florida 33813</i> |

ARTICLE VIII - INCORPORATORS

DOUGLAS L. FAIREL, whose address is 506 Somerset Drive, Auburndale, Florida 33823, is the person signing these Articles of Incorporation.

ARTICLE IX - BY-LAWS

The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - NON-RESTRICTION OF CONTRACT

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other

transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amounts opposite their names:

*DOUGLAS L. FAIREL
WILLIAM WHITNEY*

*375 shares
125 shares*

Shares held by the initial stockholders listed above, and all subsequent shareholders, may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XII - AMENDMENT

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



DOUGLAS L. FAIREL

STATE OF FLORIDA

COUNTY OF POLK

*I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared **DOUGLAS L. FAIREL**, known to me to be the incorporator of **FAIREL PACKAGING, INC.**, in and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.*

WITNESS my hand and official seal in the county and state named above, this _____ day of November, 1997.

(NOTARY SEAL)

*Patricia S. Owen
Notary Public State of Florida
Commission No.: CC459246
Commission Expires: August 18, 1999*

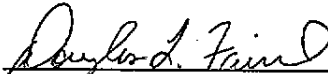
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that FAIREL PACKAGING, INC., desiring to organize under the laws of the State of Florida, has named DOUGLAS L. FAIREL, of 506 Somerset Drive, Auburndale, Florida 33823 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 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.



DOUGLAS L. FAIREL
Registered Agent

FILED
97 NOV 10 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA