



Cook's Paralegal Service
 2499 N. Waco Drive
 Deltona, Florida 32738
 (904) 532-0578

98000017619

TO:

Department of Corporations
 Department of State
 PO Box 6327
 Tallahassee, FL 32314

500002437325--5
 -02/23/98--01031--005
 ****122.50 ****122.50

Enclosed please find Articles of Incorporation for: \$35.00 - filing fee, \$35.00 - Registered Agent Designation, and \$52.50 - for Certified Copy of Articles of Incorporation for a total of \$122.50 enclosed herein.

Kindly mail the filed copy with document number to:

VALUE CHEM, INC.
 P.O. Box 390447
 Deltona, FL 32738-0447
 ATTN: Robin E. Schmidt

Thank you.

FILED
 98 FEB 23 AM 10:45
 CLERK OF STATE
 TALLAHASSEE, FLORIDA

CB
2-24-98

ARTICLES OF INCORPORATION

of

VALUE CHEM, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

VALUE CHEM, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	1364 Worthington Drive		
CITY	Deltona	FLORIDA	ZIP 32738
Mailing address, if different			
STREET ADDRESS	P.O. Box 390447		
CITY	Deltona	FLORIDA	ZIP 32738

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Robin E. Schmidt		
ADDRESS	1364 Worthington Drive		
CITY	Deltona	FLORIDA	ZIP 32738

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Robin E. Schmidt		
ADDRESS	1364 Worthington Drive		
CITY	Deltona	STATE	Florida ZIP 32738
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Robin E. Schmidt		
ADDRESS	1364 Worthington Drive		
CITY	Deltona	STATE	Florida ZIP 32738
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 31st day of January, 1998.

X Robin E. Schmidt (Signature)
(ROBIN E. SCHMIDT)

_____ n/a _____ (Signature)

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VALUE CHEM, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office

as indicated in the Articles of Incorporation

at 1364 Worthington Drive

Deltona, FL 32738

has named Robin E. Schmidt

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X Robin E. Schmidt
(Signature)

X 1/31/98
(Date)

(ROBIN E. SCHMIDT)