

ROBERT V. KENNEDY *Attorney at Law*

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OKEECHOBEE, FLORIDA 34972

P98000057044

June 22, 1998

Sandra B. Mortham, Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-06/25/98--01015--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: ALL OUTDOOR PORTABLE TOILETS, INC.

Gentlemen:

Enclosed herewith please find the fully executed Articles of Incorporation and Designated Registered Agent in reference to the above-named corporation, together with our check in the amount of \$70.00 to cover the filing fee.

We have enclosed an additional copy of the Articles with a self-addressed, stamped envelope for you to return to our office. Please file and return to this office at your earliest convenience.

Also, if possible would you please fax a copy of the filed articles to our office at (941) 763-2886?

Thank you in advance for your cooperation, I am

Sincerely,

*Colin M. Cameron*

Colin M. Cameron

CMC:cb

Enclosures: as stated

FILED  
98 JUN 25 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH JUN 25 1998

ARTICLES OF INCORPORATION

OF

ALL OUTDOOR PORTABLE TOILETS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

FILED  
98 JUN 25 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is: All Outdoor Portable Toilets, Inc.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To operate any legal business not subject to regulation by federal, state or local government, entity or agency.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100.00). Such shares shall be of a single class, and shall have \$1.00 par value.

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro rate share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The address of the initial registered office and principal address of the Corporation is: 636 S. W. 85th Avenue, Okeechobee, FL 34974 and the name of its initial resident agent is: Dean Cassels.

ARTICLE VI

The corporation shall have three (3) officers and two (2) directors initially. The name and address of the initial officers and directors who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

DEAN CASSELS  
President/Director  
636 S. W. 85th Avenue  
Okeechobee, FL 34974

RUSSELL CASSELS  
Vice President  
636 S. W. 85th Avenue  
Okeechobee, FL 34974

DONNA CASSELS  
Secretary/Director  
636 S. W. 85th Avenue  
Okeechobee, FL 34974

#### ARTICLE VII

Directors - Removal by Stockholders. The Stockholders shall have the right at any regular meeting, or at any special meeting called for such purpose, to remove any director of the corporation with or without cause.

#### ARTICLE VIII

Directors - Indemnification. The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

#### ARTICLE IX

Stockholders meetings. The presence, at any stockholders meeting, in person or by proxy, of persons entitled to vote eighty (80%) percent of the shares of the Corporation then issued and outstanding shall constitute a quorum for the transaction of business.

The affirmative vote of all of the outstanding shares of the Corporation shall be sufficient to authorize any act of the corporation.

#### ARTICLE X

Directors Meetings. All of the authorized number of directors shall constitute a quorum of the Board of Directors for the transaction of business.

The consent of all of the directors shall be required to constitute any act or decision of the Board of Directors.

#### ARTICLE XI

The name and address of the Incorporator is: Dean Cassels, 636 S. W. 85th Avenue, Okeechobee, FL 34974.

EXECUTED this 18 day of June, 1998.

Dean Cassels  
DEAN CASSELS

STATE OF FLORIDA  
COUNTY OF OKEECHOBEE

The foregoing instrument was subscribed and acknowledged before me this 18 day of June, 1996, by Dean Cassels, who is personally known to me or who provided \_\_\_\_\_ as identification.

Clarice Burdeshaw

CLARIECE BURDESHAW

NOTARY PUBLIC

My commission expires:



Clarice Burdeshaw  
MY COMMISSION # CC691294 EXPIRES  
January 16, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

ALL OUTDOOR PORTABLE TOILETS, INC.

DESIGNATION OF REGISTERED AGENT

Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May be Served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First - That All Outdoor Portable Toilets, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Okeechobee, State of Florida, has named Dean Cassels, located at 636 S. W. 85th Avenue, City of Okeechobee, State of Florida, 34974 as its agent to accept service of process within Florida.

ALL OUTDOOR PORTABLE TOILETS, INC.

By: Dean Cassels

Dean Cassels, President

Date: June 18, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dean Cassels  
Dean Cassels, Resident Agent

Date: June 18, 1998

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98 JUN 25 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA