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July 11, 1998

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

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-07/15/98--01015--012
****122.50 ****122.50

SUBJECT: d-boss chemical corporation
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$122.50.

FROM: Arthur S. Ward, Jr.
Morris & Ward International, Inc.
500 North Maitland Avenue, Suite 309
Maitland, FL 32751
(407) 740-6051

FILED
98 JUL 15 PM 3:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Morris & Ward International, Inc.
500 North Maitland Avenue, Suite 209
Maitland, FL 32751-5673
407.740.6051 (Fax) 407.740.7942

JUL 16 1998
[Handwritten signature]

ARTICLES OF INCORPORATION
OF
d-boss chemical corporation

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I - NAME

The name of this corporation shall be **d-boss chemical corporation**

ARTICLE II - PRINCIPAL OFFICE

500 North Maitland Avenue, Suite 209
Maitland, FL 332751

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Arthur S. Ward, Jr.
1261 Wolsey Drive
Maitland, Florida 32751

ARTICLE V - INCORPORATOR(S)

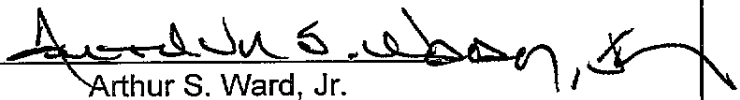
The name(s) and street address(es) of the incorporators to these Articles of Incorporation is(are):

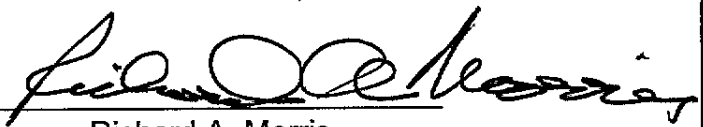
Arthur S. Ward, Jr.
1261 Wolsey Drive
Maitland, FL 32751

Richard A. Morris
210 Sweetwater Creek Drive, East
Longwood, FL 32779

Michael D. Parkman
3300 NE 192nd Street, #901
Aventura, FL 33180

The undersigned incorporator(s) has(have) executed these Articles of Incorporation the fifteenth day of July, 1998.


Arthur S. Ward, Jr.


Richard A. Morris


Michael D. Parkman

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida :

1. The name of the corporation is: **d-boss chemical corporation**
2. The name and address of the registered agent and office is:

Arthur S. Ward, Jr.
1261 Wolsey Drive
Maitland, FL 32751

ACKNOWLEDGMENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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.

SIGNATURE _____

DATE _____

98 JUL 15 PM 3:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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