

P98000092331

TRANSMITTAL LETTER

10-21-98

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

500002675485--8  
-10/29/98--01035--010  
\*\*\*\*122.50 \*\*\*\*\*78.75

SUBJECT: ENVIRONMENTAL COMPLIANCE MANAGEMENT, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM:

JOEL A. SHOR CPA

Name (printed or typed)

3164 ST. ANNES PLACE

Address

BUCA RATON, FLORIDA 33496

City, State & Zip

561-994-3315

Daytime Telephone number

98 OCT 29 AM 9:39

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION

NOTE: Please provide the original and one copy of the articles.

OCT 30 1998

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 OCT 29 AM 9:39

ARTICLES OF INCORPORATION

OF

ENVIRONMENTAL COMPLIANCE MANAGEMENT, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.194 OF THE FLORIDA GENERAL CORPORATION ACT, THE UNDERSIGNED CORPORATION, PURSUANT TO A RESOLUTION DULY ADOPTED BY ITS BOARD OF DIRECTORS, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1- NAME AND MAILING ADDRESS

THE NAME OF THIS CORPORATION IS ENVIRONMENTAL COMPLIANCE MANAGEMENT, INC. THE MAILING ADDRESS IS MARLIN HERSHEY, 1592 SHORELINE WAY, HOLLYWOOD, FLORIDA 33019.

ARTICLE 2 - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY COMMENCING ON THE DATE THESE ARTICLES ARE FILED WITH THE DEPARTMENT OF STATE.

ARTICLE 3- PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSE:  
ENVIRONMENTAL MANAGEMENT AND ANY OR ALL LAWFUL BUSINESS.

ARTICLE 4- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 5000 SHARES OF ONE DOLLAR ( \$ 1.00 ) PAR VALUE COMMON STOCK WHICH SHALL BE DESIGNATED " COMMON SHARES ".

ARTICLE 5- INITIAL REGISTERED OFFICE AND AGENT

THE STREET AND THE MAILING ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 1592 SHORELINE WAY, HOLLYWOOD, FLORIDA 33019 AND THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS MARLIN HERSHEY.

**ARTICLE 6 - INITIAL BOARD OF DIRECTORS**

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME BY THE BYLAWS BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND MAILING ADDRESS OF THE INITIAL DIRECTOR OF THIS CORPORATION IS: MARLIN HERSHEY, 1592 SHORELINE WAY, HOLLYWOOD, FLORIDA 33019.

**ARTICLE 7 - INCORPORATOR**

THE NAME AND MAILING ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS : MARLIN HERSHEY, 1592 SHORELINE WAY, HOLLYWOOD, FLORIDA 33019.

**ARTICLE 8- RESTRICTIONS ON TRANSFER OF STOCK**

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE AMOUNT OF THE SET OPPOSITE THEIR NAME:

MARLIN HERSHEY

1000 SHARES

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE 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 AND THIS CORPORATION. ALL UNISSUED SHARES OF STOCK MUST BE GRANTED WITH UNANIMOUS APPROVAL, OF THE BOARD OF DIRECTORS PRIOR TO THEIR INSURANCE, IF AT ALL.

**ARTICLE 9- BYLAWS**

THE POWER TO ADOPT ,ALTER, AMEND OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND SHAREHOLDERS.

**ARTICLE 10- POWERS**

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT.

**ARTICLE 11- INDEMNIFICATION**

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

**ARTICLE 12- AMENDMENT**

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF , THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 20 DAY OF Oct, 1998.

Marlin S. Hershey

MARLIN HERSHEY

Margaret Hershey

WITNESS

ACCEPTANCE OF REGISTERED AGENT

OF

ENVIRONMENTAL COMPLIANCE MANAGEMENT, INC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED, I HEREBY ACCEPT THE ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF CHAPTER 48. 091, FLORIDA STATUTES, RELATIVE TO KEEPING OPEN SAID OFFICE.

Marlin L. Hershey  
MARLIN HERSHEY

Margaret Hershey  
WITNESS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 29 AM 9:39