

SCOTT & SCOTT
ATTORNEYS AT LAW

PORTIA B. SCOTT

W.R. SCOTT (OF COUNSEL)

(561) 287-0096 • (561) 597-4896 • (561) 287-0669

P98000094550
October 30, 1998

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

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-11/05/98--01033--014
*****70.00 *****70.00

Dear Sir or Madam:

Please find enclosed an original Articles of Incorporation for Fix-Pro Industrial Chemicals MRO, Inc. to be filed and given a charter number along with a copy for date and time stamp and return.

Also enclosed is our check in the amount of \$70.00 to cover the costs of filing.

If you should have any questions or need anything further, please do not hesitate to contact our office. Thank you for your cooperation with regard to this matter.

Very truly yours,

Karon Pitts
Karon Pitts

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

FIX-PRO INDUSTRIAL CHEMICALS MRO, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a Corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is FIX-PRO INDUSTRIAL CHEMICALS MRO, INC.

ARTICLE II. NATURE OF CORPORATE BUSINESS

The corporation is principally engaged in any activity or business permitted under the laws of the United States of America and under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is ONE THOUSAND TWO HUNDRED (1,200) shares of common stock, each share having a par value of One cent (.01).

Authorized capital stock may be paid for in cash, services

or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE III. PREEMTIVE RIGHTS.

Every Stockholder, upon the sale for cash of any additional Stock after the first offering, by the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof, at the price at which it is offered to others, which price may be in excess of par value and determined by the value of the total inventory assets of the corporation or by standard accounting techniques.

ARTICLE V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this corporation is 1283 SW Court, Miami, Florida 33184

ARTICLE VII. DIRECTORS

The corporation shall have two (2) Directors initially. The Number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names and street addresses of the Board of Directors who shall hold office until their successors are elected and have

qualified are :

Lyda Montes de Oca Oliver

Jet Box CD 5020
P.O. Box 025242
Miami, Florida 33102-5242

George Edward Oliver

Jet Box CD 5020
P.O. Box 025242
Miami, Florida 33102-5241

ARTICLE VIII. SUBSCRIBERS AND INCORPORATORS

The name and street address of the Subscribers and
Incorporators executing these Articles of Incorporation are :

Lyda Montes de Oca Oliver

Jet Box CD 5020
P. O. Box 025242
Miami, Florida 33102-5242

George Edward Oliver

Jet Box CD 5020
P.O. Box 025241
Miami, Florida 33102-5241

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders meeting by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles be made.

ARTICLE XI. ALIENATION OF SHARES

A. Any shareholder who desires to sell, assign, or in any way alienate his or her share or shares of the corporation, EXCEPTING ownership passing through testate or intestate succession, or disbursement from a trust, must give first option of purchase to the corporation the price of which shall be the same as any bona fide offer by a third party, said option, if it is to be exercised at all, must be rejected or exercised by the corporation within forty-five (45) days of written notification, by the shareholder of his or her desire to alienate the share(s) .

B. If corporation has not rejected nor accepted the option within the 45 day period, then the other shareholders shall then have the right to likewise exercise a 45 day option to purchase the shares, using the same basis for price as is set forth immediately above .

C . If neither the corporation nor the other shareholders or any one of them exercises the option within the proper time frame, the shareholder desiring to alienate his or her shares may do so freely, at any price or for any consideration the shareholder seeking to alienate the shares may be able to obtain.

ARTICLE XII. REGISTERED AGENT AND OFFICE

The Registered Agent designated for this corporation is

Portia B. Scott, 1045 East Ocean Boulevard, Suite 5, Stuart,
Florida 34996.

IN WITNESS WHEREOF, We, the undersigned, have hereunto set
our hands and seals, acknowledged and filed the foregoing
Articles of Incorporation under the laws of the State of Florida
this 28th day of October, 1998.

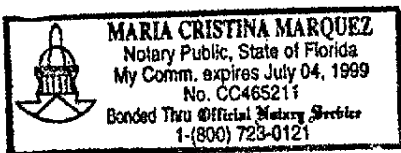

Lyda Montes de Oca Oliver

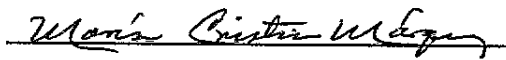

George Edward Oliver

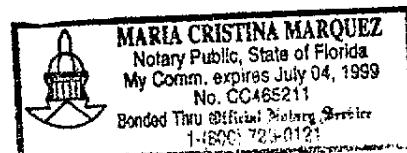
STATE OF Florida
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this
28th day of OCTOBER, 1998, by Lyda Montes de Oca Oliver, (X)
who is personally known to me or () who has produced _____
as identification, and who (X) did () did not take an oath.

(Seal)




Notary Public



STATE OF FLORIDA

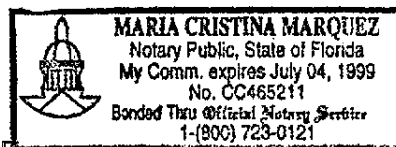
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 28th day of OCTOBER, 1998, by George Edward Oliver, ☒ who is personally known to me or () who has produced _____ as identification, and who ☒ did () did not take an oath.

(Seal)



Maria Cristina Marquez
Notary Public



ACCEPTANCE

I hereby accept the foregoing designation of Registered
Agent of FIX-PRO INDUSTRIAL CHEMICALS MRO, INC.

Dated this 28th day of OCTOBER, 1998.

Portia B. Scott
Portia B. Scott
Registered Agent

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 NOV -5 AM 9:45