

LAW OFFICES OF
GRACE ANNE GLAVIN, P.A.
ATTORNEY AND COUNSELOR AT LAW

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August 12, 1999

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

800002960448--7
-08/16/99-01063-003
*****87.50 *****87.50

RE: SPECIALTY CHEM, INC.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for Specialty Chem, Inc., together with our firm's check no. 4802 in the amount of \$87.50 for the filing fee (\$78.75) and Certificate of Good Standing (\$8.75).

Kindly file the original Articles of Incorporation and return a file-stamped copy to our office in the pre-paid, self-addressed envelope provided.

Thank you for your cooperation. Should you have any questions, please do not hesitate to contact our office.

Sincerely,

Pamela S. Knapp

Pamela S. Knapp
Legal Assistant

GAG/psk

enclosures

FILED
99 AUG 16 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/16/99
[Signature]

ARTICLES OF INCORPORATION

FOR

SPECIALTY CHEM, INC.

FILED
99 AUG 16 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned, acting as incorporators of this business corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a Business Corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

Article I - Name of Corporation

The name of the corporation shall be SPECIALTY CHEM, INC.

Article II - Term of Existence

This corporation shall begin its corporation existence as of the 13th day of August, 1999, and shall exist perpetually.

Article III - General Purpose

The general purpose for which this corporation is organized shall be sale of specialty chemicals and all things in connection therewith that are related services under the laws of the State of Florida. The business of the corporation shall be limited to the foregoing activities.

Article IV - Capital Stock

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

Article V

Registered Office, Registered Agent and Principal Office

The street address of the initial Registered Office of the corporation in the State of Florida will be 1340 Tusawilla Road, Suite 106, Winter Springs, Florida 32708, and the name of the initial Registered Agent at such address is GRACE ANNE GLAVIN.

The street address of the Principal Office of the corporation is 1601 Tiverton Street, Winter Springs, Florida 32708.

Article VI - Directors and Incorporation

- A. The initial number of Directors of this corporation shall be two (2)
- B. The number of Directors may be increased or diminished from time to time with by-laws adopted by the shareholders, but shall never be less than one (1).

C. The names and addresses of the incorporators of this corporation and the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and are qualified are:

<u>Name</u>	<u>Address</u>
James R. Shields	1601 Tiverton Street Winter Springs, FL 32708
Lisa R. Shields	1601 Tiverton Street Winter Springs, FL 32708

Article VII - Amendment to Articles

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 if subject to this reservation.

Article VIII - Indemnification

The corporation shall indemnify any incorporator, officer or director, of any former incorporator, officer or director, to the full extent permitted by law.

THE WITNESS WHEREOF, the undersigned incorporators have made an subscribed these Articles of Incorporation at Winter Springs, Florida this 10th day of August, 1999.

James R. Shields
James R. Shields

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared JAMES R. SHIELDS who has produced FL Driver License as identification and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of August, 1999.

[Signature]
Notary Public - State of Florida
My Commission expires:



Grace Anne Glavin
MY COMMISSION # CC848178 EXPIRES
June 21, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

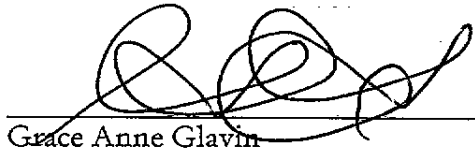
CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091, Florida Statutes, the following is submitted in compliance with said Act; that SPECIALTY CHEM, INC. desiring to organize under the Laws of the State of Florida, with its principal place of business at Winter Springs, Florida, has named GRACE ANNE GLAVIN, located at 1340 Tusawilla Road, Suite 106, Winter Springs, Florida, as its Agent to accept service of process within Florida.

Acknowledgment

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

DATED this 10th day of August, 1999.



Grace Anne Glavin

FILED
99 AUG 16 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA