

CERTIFICATE OF INCORPORATION
of
DOVER ENVIRONMENTAL SCIENCES, INC.



The undersigned hereby certifies that:

1. There is hereby organized a business corporation pursuant to the New Jersey Business Corporation Act (N.J.S.A. 14A:1-1 et seq.).
2. The corporation's name is: DOVER ENVIRONMENTAL SCIENCES, INC.
3. The corporation has been organized to engage in any activity within the purposes for which corporations may be organized under the New Jersey Business Corporation Act.
4. The aggregate number of shares that the corporation shall have authority to issue is one thousand (1,000) shares without par value.
5. All shares issued by the corporation shall be of the same class.
6. The complete street address of the corporation's initial registered office is:
311 East Blackwell Street, Dover, NJ 07801
7. The corporation's initial registered agent at the aforesaid address is Carol Owings.
8. The first board of directors of the corporation shall consist of two persons.
9. The names and addresses of the persons constituting the first board of directors are:
Paul M. Masser, P.O. Box 649, Dover, NJ 07802-0649
Carol Owings, 311 East Blackwell Street, Dover, NJ 07801
10. Every person who is or was a director or officer of the corporation shall be indemnified by the corporation to the fullest extent allowed by law, including the indemnification permitted by N.J.S. 14A:3-5(8), against all liabilities and expenses imposed upon or incurred by that person in connection with any proceeding in which that person may be made, or threatened to be made, a party, or in which that person may become involved by reason of that person being or having been a director or officer or of serving or having served as a director or officer with any other enterprise at the request of the corporation, whether or not that person is a director or officer or continues to serve the other enterprise at the time the liabilities or expenses are imposed or incurred. During the pendency of a proceeding, the corporation shall advance expenses, from time to time, as they are incurred, to any such present or former director or officer, subject to the receipt by the corporation of an undertaking by such person as required by law. Notwithstanding the foregoing, except as otherwise provided by law, the corporation shall be required to indemnify a director or officer in connection with a proceeding (or part thereof) commenced by such person only if the commencement of such proceeding (or part thereof) by such person was authorized by the board of directors of the corporation.

52090145
T 3856593