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OF COUNSEL

August 27, 1996

FILED
96 SEP -3 PM 12: 03
SECRETARY OF STATE
TALLAHASSEE (305) 373-2900
FACSIMILE (305) 373-6944

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

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-09/04/96--01087--001
***1487.50 ***1487.50

Re: Certificate of Limited Partnership of Atlas Paper Recycling, Ltd.

Dear Sir:

Enclosed please find the original Certificate of Limited Partnership of Atlas Paper Recycling, Ltd., Acceptance of Registered Agent and Affidavit regarding initial capital contributions.

Also enclosed is a check for the initial filing fee, cost of one certified copy of the Certificate and Designation of Registered Agent fee for a total in the amount of One Thousand Four Hundred and Eighty-Seven and 50/100 dollars (\$1,487.50) payable to the Department of State. The initial filing fee and other costs are based upon the following:

- | | | |
|-----|---|------------|
| (1) | \$7.00 per \$1,000.00 of capital invested
or \$7.00 x \$200,000.00 | \$1,400.00 |
| (2) | Cost of certified copy of Certificate | \$ 52.50 |
| (3) | Designation of Registered Agent | \$ 35.00 |
| | | \$1,487.50 |

Please return the certified copy of the Certificate to the undersigned in the envelope

Name	provided.
Availability	<i>KWM</i>
Document Examiner	Thank you for your cooperation in this matter. KWM
Updater	KWM
Updater Verifier	KWM
Ackno.	REO/bmg Enclosures
W. P. Verityer	KWM

Very truly yours,
Richard F. O'Brien, III
Richard F. O'Brien, III
For the Firm

93

**CERTIFICATE OF LIMITED PARTNERSHIP OF
ATLAS PAPER RECYCLING, LTD.**

FILED

96 SEP -3 PM 12:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the limited partnership is:

ATLAS PAPER RECYCLING, LTD.

ARTICLE II

OFFICE ADDRESS

The office address of the limited partnership is:

3725 East 10th Court, Hialeah, Florida 33013.

ARTICLE III

REGISTERED AGENT

The registered agent of the limited partnership for acceptance of service of process and the address of the registered office is:

**Francis A. Anania, Esq.
Anania, Bandklayder & Blackwell, P.A.
One International Place, Suite 3300
100 S.E. Second Street
Miami, Florida 33131**

ARTICLE IV

GENERAL PARTNER

The name and address of the general partner is:

**APR Financial Corp., - 896000011140
a Florida corporation
3725 East 10th Court
Hialeah, Florida 33013**

ARTICLE V

MAILING ADDRESS

The mailing address of the limited partnership is 3725 East 10th Court,
Hialeah, Florida 33013.

ARTICLE VI

DISSOLUTION

The latest date upon which the limited partnership is to dissolve is December
31, 2045.

IN WITNESS WHEREOF, the undersigned has made and subscribed this
Certificate of Limited Partnership at Hialeah, Dade County, Florida, for the uses and
purposes aforesaid this 21 day of August, 1996.

APR FINANCIAL CORP.,
a Florida corporation, as
General Partner

By: 

President

Luis A. Zeigenhirt

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Luis A. Zeigenhirt, as President of APR FINANCIAL CORP., a Florida corporation, and as General Partner for ATLAS PAPER RECYCLING, LTD., to me well known to be the person described in and who executed the foregoing CERTIFICATE OF LIMITED PARTNERSHIP, and being first duly sworn, he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 25th day of August, 1996.



STATE OF FLORIDA NOTARY PUBLIC

My Commission Expires:

Personally Known OR Produced Identification _____
Type of Identification Produced _____
Did Take Oath _____ OR Did Not Take Oath _____



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated limited partnership, at the place designated in Article III of this Certificate of Limited Partnership, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of his duties.

Dated this 23 day of August, 1996.



FRANCIS A. ANANIA, ESQUIRE

AFFIDAVIT

STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public, personally appeared LUIS A. ZEIGENHIRT, as President of APR FINANCIAL CORP., a Florida corporation, who, being first duly sworn, deposes and says:

1. That LUIS A. ZEIGENHIRT is the President of APR FINANCIAL CORP., a Florida corporation.

2. That said company is the sole General Partner of ATLAS PAPER RECYCLING, LTD., a Florida limited partnership.

3. The initial capital contributions of the limited partners will be \$200,000.00, and the amount anticipated to be contributed by the limited partners will be \$200,000.00. The total amount of capital contributions contributed and anticipated is \$200,000.00.

This affidavit is made and given pursuant to the terms and requirements of Section 620.108, Florida Statutes.

APR FINANCIAL CORP., a Florida corp.

By: *Luis A. Zeigenhirt*
President
Luis A. Zeigenhirt

STATE OF FLORIDA)
COUNTY OF DADE)

SWORN TO and subscribed to before me this 21st day of August, 1996.

Rosa Thuemler
STATE OF FLORIDA NOTARY PUBLIC

My Commission Expires:

Personally Known *P* OR Produced Identification _____
Type of Identification Produced _____
Did Take Oath _____ OR Did Not Take Oath _____

