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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

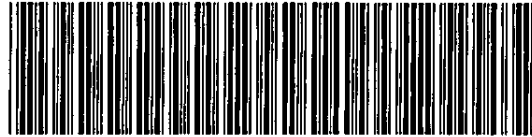
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MILLER, SOUTH & MILHAUSEN, P.A.
ATTORNEYS AT LAW

GATEWAY CENTER
1000 LEGION PLACE, SUITE 1200
ORLANDO, FLORIDA 32801

RICHARD D. BAXTER
TERESA EYERMAN
D. BRADLEY HESTER
SHERRY LAMBSON-EISELE
JEFFREY P. MILHAUSEN
J. GARY MILLER
SCOTT R. ROST*
ANGELA D. SHAW
ADRIANA C. SHIMEALL
D. SCOTT SOUTH
I. TODD SOUTH

TELEPHONE:
(407) 539-1638
FACSIMILE:
(407) 539-2679

*BOARD CERTIFIED BY
THE FLORIDA BAR IN
BUSINESS LITIGATION

January 18, 2007

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

Re: 401 E. Smith Street, LLC

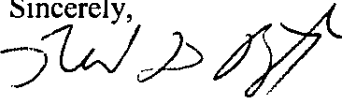
Dear Sir or Madam:

With respect to the referenced LLC (formed in 2005), enclosed are the following:

1. The original and one copy of the Amended and Restated Articles of Organization of 401 E. Smith Street, LLC.
2. A check for the \$25.00 fee.

Please return the copy with the filing information stamped thereon to the undersigned at the address above.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

Richard D. Baxter, Esq.

RDB/mo
Enclosures
cc: John O. Bierman

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
401 E SMITH STREET, LLC**

FIRST: The name of the limited liability company is 401 E Smith Street, LLC (the "Limited Liability Company"); the date of filing of its Articles of Organization was February 25, 2005; and its Document Number is L05000019503.

SECOND: Pursuant to Section 608.411 of the Florida Statutes, the Limited Liability Company hereby amends and restates its Articles of Organization and hereby sets forth the following Amended and Restated Articles of Organization as duly approved by the action of all of its members on December 5, 2006, and which have been duly executed and are being filed in accordance with the provisions of said Section 608.411:

ARTICLE I - NAME

The name of the Limited Liability Company is:

401 E Smith Street, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

401 E. Smith Street,
Winter Garden, Florida 34787

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The registered agent and the Florida street address of the registered office of the Limited Liability Company is:

John O. Bierman
9600 Weatherstone Court
Windermere, Florida 34786

ARTICLE IV - PURPOSES AND POWERS

The general purposes for which the Limited Liability Company is organized is to engage in the business of waste service and to engage in and transact all lawful businesses and activities for which a limited liability company may be organized under the laws of

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the State of Florida. The Limited Liability Company shall have all of the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - MANAGEMENT.

The Limited Liability Company is to be managed by a manager or managers. The name and addresses of the person who is to serve as the manager is:

John O. Bierman
401 E. Smith Street,
Winter Garden, Florida 34787

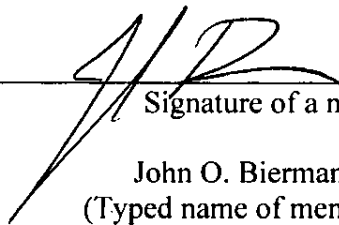
ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS.

The right to admit additional members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement of the Limited Liability Company, as the same may be amended from time to time.

ARTICLE VII - DURATION; PERPETUAL EXISTENCE

The Limited Liability Company was organized on February 25, 2005. The Limited Liability Company shall exist perpetually, except as otherwise provided by Sections 608.441, 608.448 and 608.449 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned member of the Limited Liability Company has executed these Amended and Restated Articles of Organization this 5th day of December, 2006.



Signature of a member

John O. Bierman
(Typed name of member)

(In accordance with section 608.408(3), Florida Statutes, the execution of this instrument constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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