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To: Florida Department of State

Message: Please return certified
copy in FedEx envelope
provided thank you!

Check enclosed for

400002986894--6

-09/14/99--01055--004

***337.50 ***337.50

\$250 filing fee

35 reg agent

52.50 certified copy

\$ 337.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If Any questions, call Steve at 540/676-4302
western

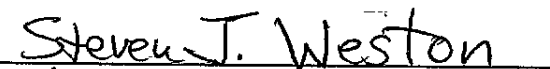
JB
9-20-99

AFFIDAVIT AND
ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

1. The name of the Limited Liability Company is:
Ocala Recycling, L.L.C.
2. The mailing address and street address of the principal office of the Limited Liability Company is:
3240 SW 34th Street, Suite 501
Ocala, Florida 34474
3. The period of duration for the Limited Liability Company shall be 35 years.
4. The Limited Liability Company is to be managed by Carl Zalac having an address of 3240 SW 34th Street, Suite 501, Ocala, Florida 34474.
5. The members shall have the right to admit additional members upon the following terms and conditions: the additional member(s) shall agree in writing to the terms and conditions of membership as set forth by the limited liability company at that time.
6. The remaining members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company upon paying to the outgoing member or his/her survivors the fair market value of the outgoing member's membership interest in the limited liability company.
7. The undersigned member or authorized representative of a member of Ocala Recycling, L.L.C. certifies:
 - 1) the above named limited liability company has a least one member;
 - 2) the total amount of cash contributed by the member to date is \$25,750; and
 - 3) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$200,000.


Signature of a member

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


Printed name of signee

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 ~~or~~ 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: _____

Ocala Recycling, L.L.C.

2. The name and the Florida street address of the registered agent are:

Carl Zalak
NAME

3240 SW 34th Street, Suite 501
Florida street address (P. O. Box ~~NOT~~ ACCEPTABLE)

Ocala FL 34474
CITY, STATE AND ZIP

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Carl Zalak, pla
SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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TALLAHASSEE, FLORIDA