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97 APR 14 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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***122.50 ***122.50

CORPORATION(S) NAME

Southern Environmental, Inc.
WASTE, INC.



Empire Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
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W.P. Verifier

W17-7891

K.R. APR 14 1997

CERTIFIED COPY

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

97 APR -4 AM 9:49

RECEIVED

K.R. APR 14 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
97 APR -9 AM 10:23
DIVISION OF CORPORATION

April 4, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: SOUTHERN ENVIRONMENTAL, INC.
Ref. Number: W97000007891

We have received your document for SOUTHERN ENVIRONMENTAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 297A00017060



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: SOUTHERN SERVICES, INC.
Ref. Number: W97000007891

We have received your document for SOUTHERN SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 097A00017885

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

of

Southern Waste, Inc.

(name of corporation)

FILED
97 APR 14 AM 11:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Southern Waste, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue fifty million shares 50,000,000 of \$.001 Dollar(s) (\$ _____) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Jeffrey Dale Welsh		
ADDRESS	3000 N.E. 30th Place, Suite 107		
CITY	Fort Lauderdale	FLORIDA	ZIP 33306

The principal office, if known, or the mailing address of the corporation is:

NAME	Southern Waste, Inc.		
ADDRESS	3000 N.E. 30th Place, Suite 107		
CITY	Fort Lauderdale	FLORIDA	ZIP 33306

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

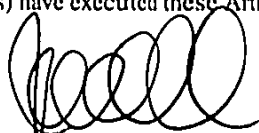
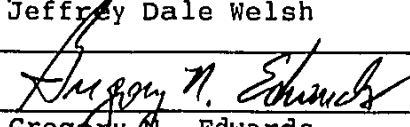
NAME Jeffrey Dale Welsh			
ADDRESS 2805 N.E. 29th Street			
CITY Fort Lauderdale	STATE Florida	ZIP33306	
NAME Gregory N. Edwards			
ADDRESS 2623 Alamanda Court			
CITY Fort Lauderdale	STATE Florida	ZIP33301	
NAME			
ADDRESS			
CITY	STATE	ZIP	

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME Jeffrey Dale Welsh			
ADDRESS 2805 N.E. 29th Street			
CITY Fort Lauderdale	STATE Florida	ZIP 33306	
NAME Gregory N. Edwards			
ADDRESS 2623 Alamanda Court			
CITY Fort Lauderdale	STATE Florida	ZIP 33301	
NAME			
ADDRESS			
CITY	STATE	ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2nd day of April, 19 97.


 _____ (Seal)
 Jeffrey Dale Welsh
 _____ (Seal)

 _____ (Seal)
 Gregory N. Edwards

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

Southern Waste, Inc.
(name of corporation)

FILED
97 APR 14 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3000 N.E. 30th Place, Suite 107

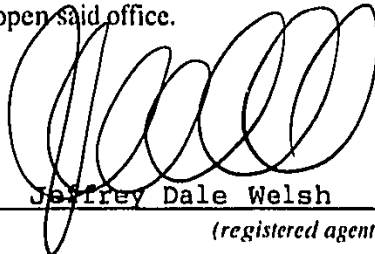
Fort Lauderdale, Florida 33306

has named Jeffrey Dale Welsh

located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.


Jeffrey Dale Welsh
(registered agent)