

PA 0000 72885



PRINCIPAL  
FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 060683 5027761

AUTHORIZATION *Patricia Pajot*

COST LIMIT : \$ 122.50

ORDER DATE : August 21, 1996

ORDER TIME : 11:19 AM

ORDER NO. : 060683

CUSTOMER NO: 5027761

CUSTOMER: Ms. Michelle Zelinski  
CONTINENTAL WASTE INDUSTRIES

67 Walnut Avenue  
Suite 103  
Clark, NJ 07066

DOMESTIC FILING

NAME: CWI OF FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

*503-672*  
*W96-17604*

FILED  
STATE  
SECRETARY OF CORPORATIONS  
96 AUG 26 PM 3:23

RECEIVED  
96 AUG 21 PM 12:28  
DIVISION OF CORPORATIONS

*9/3/96*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

RECEIVED

96 AUG 26 PM 12:23  
DIVISION OF CORPORATIONS

August 21, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: CWI OF FLORIDA, INC.  
Ref. Number: W96000017606

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for CWI OF FLORIDA, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 896A00039832

FILED  
DIVISION OF CORPORATIONS  
96 AUG 26 PM 3:23  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
CWI OF FLORIDA, INC.

---

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 AUG 26 PM 3: 23

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

**FIRST:** The corporate name for the corporation (hereinafter called the "corporation") is CWI of Florida, Inc.

**SECOND:** The street address, wherever located, of the principal office of the corporation is 11273 Rocket Boulevard, Orlando, Florida 32824.

The mailing address, wherever located, of the corporation is 11273 Rocket Boulevard, Orlando, Florida 32824.

**THIRD:** The number of shares that the corporation is authorized to issue is 1,000 shares, all of which are without par value and are of the same class and are Common shares.

**FOURTH:** The street address of the initial registered office of the corporation in the state of Florida is CWI of Florida, Inc., 11273 Rocket Boulevard, Orlando, Florida 32824.

The name of the initial registered agent of the corporation at the said registered office is Kerry Bazinet.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**FIFTH:** The name and address of the incorporator are:

Name

Address

Jeffrey E. Levine

Continental Waste Industries, Inc.  
67 Walnut Avenue, Suite 103  
Clark, NJ 07066

**SIXTH:** No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors, to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

**SEVENTH:** The purposes for which the corporation is organized, which shall include the authority of the corporation to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, are as follows:

To have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

**EIGHTH:** The duration of the corporation shall be perpetual.

**NINTH:** The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

**TENTH:** Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

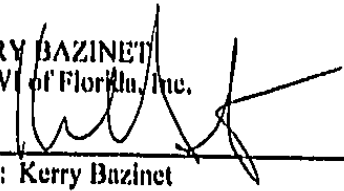
**ELEVENTH:** The corporate existence of the corporation shall begin on the filing date of these Articles of Incorporation.

Signed on August 23, 1996

  
\_\_\_\_\_  
Jeffrey L. Levine, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

KERRY BAZINET  
CWI of Florida, Inc.

By:   
\_\_\_\_\_  
Name: Kerry Bazinet  
Title: General Manager  
Date: August 23, 1996

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 26 PM 3:23

Document Number Only

996000072885

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

CWT of Florida, Inc

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Merge

☐ Mark

☐ Other

☒ Change of R

☐ Fictitious

☐ CUS

☐ After 4:30

☒ Pick Up

Name  
Availability

Document  
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPY(S)  
FILE STAMPED

1/31/97

N. HENDRICKS JAN 31 1997

CR2E031 (1-89)

SECRET  
TALLAHASSEE, FLORIDA

97 JAN 31 PM 1:47

FILED

8000002074858---0  
-01/31/97--01008--020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

DEPARTMENT OF  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

96 JAN 31 PM 1:47

RECEIVED

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: GWL OF FLORIDA, INC.

1b. Date of Incorporation 08/26/1996 Document number 9460002885

2. The name and address of the current registered agent and office:

Kerry Hazinet, 11273 Rocket Boulevard, Orlando, FL 32824

3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

*Richard L. Handley, Sr.*  
SIGNATURE  
1/29/97  
DATE

Richard L. Handley, Sr. Vice President  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

**BARBARA A. BURKE**  
SPECIAL ASSISTANT SECRETARY

C T CORPORATION SYSTEM  
SIGNATURE BY: *Barbara A. Burke*  
(Registered Agent)  
DATE January 30, 1997

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

FILING FEE: \$35.00

(FLA. - 2194 - 3/4/92)