

A96000000705

G. Stephen Manning, P.A.

6622 SOUTHPOINT DRIVE - SOUTH
SUITE 310

JACKSONVILLE, FLORIDA 32210

PLEASE REPLY TO:

POST OFFICE BOX 580908
JACKSONVILLE, FLORIDA 32258-0908

G. STEPHEN MANNING
MEMBER FL AND NY BARS

TELEPHONE
(904) 281-1001

TELECOPIER
(904) 280-0800
(904) 281-0853

MOBILE
(904) 888-4090

March 28, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

500001763035
-03/29/96--01083--006
***1890.00 ***1890.00

**RE: Certificate of Limited Partnership
of American Ash Recycling of Tennessee, Ltd.**

Dear Sir or Madam:

Enclosed are the original and two (2) copies of the Certificate of Limited Partnership, Affidavit of Capital Contributions and Acknowledgment of Registered Agent for the above-referenced proposed Florida Limited Partnership. Also enclosed is a check for \$1,890.00 to cover the cost of the following:

Filing Fee	\$1,750.00
Certified Copies of the Certificate (2)	105.00
Registered Agent Designation	35.00
	<u>\$1,890.00</u>

Please file the Certificate of Limited Partnership and provide the two (2) certified copies to the undersigned.

Sincerely,

Name	<i>G. Stephen Manning</i>
Availability	
Document Examiner	G. Stephen Manning
Updater	Counsel for American Ash Recycling Corporation of Tennessee
Updater	DCC
Updater	GSM/ps
Verifier	DCC
cc:	GBA, WRG
Acknowledgement	Robert Wetzel, Esq.
W. P. Verifier	DCC

W960000007395

A96000000705

96 APR 11 PM 1:30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Same as A95-13838 +
S86930

Law Office
G. Stephen Manning, P.A.

6622 SOUTHPOINT DRIVE - SOUTH
SUITE 310
JACKSONVILLE, FLORIDA 32216

G. STEPHEN MANNING
MEMBER FL AND NY BARS
STEPHEN A. FAUSTINI

PLEASE REPLY TO:
POST OFFICE BOX 550008
JACKSONVILLE, FLORIDA 32255-0808

April 10, 1996

TELEPHONE
(904) 881-1001

TELECOPIER
(904) 886-0898
(904) 881-0853

MOBILE
(904) 881-4098

Ms. Diane Cushing
Corporate Specialist
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**RE: Certificate of Limited Partnership of
American Ash Recycling of Tennessee, Ltd.
Your Reference Number: W9600007395**

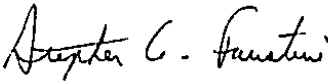
Dear Ms. Cushing:

We are in receipt of your April 5, 1996, correspondence, a copy of which is enclosed for your reference.

Please also find enclosed the Certificate of Limited Partnership of American Ash Recycling of Tennessee, Ltd., with the appropriate corrections. American Ash Recycling Corp. of Tennessee is the general partner of American Ash Recycling of Tennessee, Ltd. I ask that you please file the Certificate and return a file stamped copy of the Certificate to me in the enclosed Federal Express packet.

Thank you for your assistance in this matter and please do not hesitate to contact me if you should have any questions or require any additional information.

Sincerely,


Stephen A. Faustini

SAF/ps

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 5, 1996

G. STEPHEN MANNING
G. STEPHEN MANNING, P.A.
P.O. BOX 550908
JACKSONVILLE, FL 32255-0908

SUBJECT: AMERICAN ASH RECYCLING OF TENNESSEE, LTD.
Ref. Number: W96000007395

We have received your document for AMERICAN ASH RECYCLING OF TENNESSEE, LTD. and your check(s) totaling \$1890.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have indicated that American Ash Recycling Corp. of New England is the general partner. However, you have American Ash Recycling Corp. of Tennessee signing as general partner. If American Recycling Corp. of New England is the general partner then they must sign as general partner and not the one of Tennessee.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 696A00015646

CERTIFICATE OF LIMITED PARTNERSHIP
OF
AMERICAN ASH RECYCLING OF TENNESSEE, LTD.
a Florida limited partnership

1. The name of the limited partnership is American Ash Recycling of Tennessee, Ltd. (the "Partnership").
2. The principal place of business and mailing address of the Partnership is:

6622 Southpoint Drive, South
Suite 310
Jacksonville, Florida 32216

3. The name and address of the registered agent of the Partnership is:

William R. Gibbes, Chairman/CEO
American Ash Recycling Corp. of Tennessee
6622 Southpoint Drive, South
Suite 310
Jacksonville, Florida 32216

4. The name and address of the sole General Partner of the Partnership is:

586930
American Ash Recycling Corp. of Tennessee
6622 Southpoint Drive, South
Suite 310
Jacksonville, Florida 32216

5. The latest date upon which the Partnership is to dissolve is December 31, 2050.

IN WITNESS WHEREOF, the undersigned general partner of the American Ash Recycling of Tennessee, Ltd. has executed this Certificate of Limited Partnership this 28th day of March, 1996.

GENERAL PARTNER:

AMERICAN ASH RECYCLING CORP. OF TENNESSEE

By:


William R. Gibbes, Chairman/CEO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 11 PM 1:30

AFFIDAVIT OF CAPITAL CONTRIBUTIONS


1. The name of the partnership is American Ash Recycling of Tennessee, Ltd., a Florida limited partnership (the "Partnership").

2. The amount of capital contributions of the Limited Partners and the amount anticipated to be contributed by the Limited Partners of the Partnership totals \$2,100,000.

FURTHER AFFIANT SAYETH NOT.

GENERAL PARTNER:

AMERICAN ASH RECYCLING CORP. OF TENNESSEE



William R. Gibbs, Chairman/CEO


DATED: March 28, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 11 PM 1:30

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for American Ash Recycling of Tennessee, Ltd. at the place designated in this Certificate of Limited Partnership, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.

AMERICAN ASH RECYCLING CORP. OF TENNESSEE

By: 
William R. Gibbs, Chairman/CEO

Dated: March 28, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 11 PM 1:30

A96000000705

1/06/97 CORPORATE DETAIL RECORD SCREEN 9:08 AM
NUM: A96000000705 ST:FL ACTIVE/FL LP FLD: 04/11/1996
ACT CONT: 2,100,000.00
NAME : AMERICAN ASH RECYCLING OF TENNESSEE, LTD.
PRINCIPAL: 6622 SOUTHPOINT DRIVE, SOUTH, SUITE 310
ADDRESS JACKSONVILLE, FL 32216
RA NAME : GIBBES, WILLIAM R
RA ADDR : 6622 SOUTHPOINT DRIVE, SOUTH, SUITE 310
JACKSONVILLE, FL 32216 US
ANN REP : * NONE FILED *

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -2 AM 8:19

1. MENU, 3. PARTNERS

ENTER SELECTION AND CR:

Name	
Availability	
Document	
Examiner	
Undater	
Later	
Verifier	
Unacknowledgment	
2. Verifier	

*increasing
contributions
to
\$3,109,678.*

700002055477--3
-01/13/97--01033--014
***1750.00 ***1750.00

E. TAX _____
FILING 1750.00
R. ASSESS. FEE _____
C. 10% _____
TOTAL _____
N. BANK _____
BALANCE DUE _____
REFUND _____

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the general partners of American Ash Recycling of Tennessee, Ltd., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to Section 620.112, Florida Statutes (1995).

The total amount of the capital contributions of the limited partners is \$3,109,678.00.

Executed this 20th day of December, 1996.

AMERICAN ASH RECYCLING CORP. OF TENNESSEE

By:

Babette L. Fletcher
Babette L. Fletcher
Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -2 AM 8:19