

Document Number Only

FO0000001243

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

CORPORATION(S) NAME

600003150936--1

-02/29/00--01002--018

*****70.00 *****70.00

Miami Recycling and Composting Company, Inc.

☒ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal
☐ Reinstatement

☐ Mark

☐ Limited Partnership
☐ LLC

☐ Annual Report
☐ Name Registration
☐ Fictitious Name

☐ Other
☐ Change of RA
☐ UCC

☐ Certified Copy

☐ Photocopies

☐ CUS

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

02/28/00

Availability

Document

Examiner

Updater

Verifier

Acknowledgement

W.P. Verifier

RECEIVED

00 FEB 28 PM 4:47

DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 FEB 28 PM 3:36

3/8/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 29, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MIAMI RECYCLING AND COMPOSTING COMPANY, INC.
Ref. Number: W00000005404

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 28 PM 3:36

We have received your document for MIAMI RECYCLING AND COMPOSTING COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.

The R.A. MUST SIGN the acceptance statement in Item 10.

You must list the DATE FIRST TRANSACTED BUSINESS IN FLORIDA in Item 6, and you must list the MAILING ADDRESS in Item 7.

ALSO, you have sent us a CERTIFIED COPY OF THE ARTICLES OF INCORPORATION. We cannot accept this. You must send a CERTIFICATE OF EXISTENCE. This is a 1-page certificate that states that the corporation was filed in Delaware, and that it has not been dissolved.

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 (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 700A00010904

Please back-date

Kuhre
[Signature]

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Miami Recycling and Composting Company, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 17, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. c/o Compost America Holding Company, Inc.
One Gateway Center, 25th Floor, Newark, NJ 07102
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be engaged in under Florida Law.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: C T Corporation System
- Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

C T Corporation System

(Registered agent's signature)

TARA COFER

Special Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Roger Tuttle

Address: c/o Compost America Holding Company, Inc.

One Gateway Center, 25th Floor, Newark, New Jersey 07102

Vice Chairman: Patrick DiLeo

Address: c/o Compost America Holding Company, Inc.

One Gateway Center, 25th Floor, Newark, New Jersey 07102

Director: G. Chris Anderson

Address: c/o Andersen, Weinroth & Co., L.P.

1330 Avenue of the Americas - 36th Floor

New York, NY 10019

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Roger Tuttle

Address: c/o Compost America Holding Company, Inc.

One Gateway Center, 25th Floor, Newark, New Jersey 07102

Vice President:

Address:

Secretary: Patrick DiLeo

Address: c/o Compost America Holding Company, Inc.

One Gateway Center, 25th Floor, Newark, New Jersey 07102

Treasurer: Roger Tuttle

Address: c/o Compost America Holding Company, Inc.

One Gateway Center, 25th Floor, Newark, New Jersey 07102

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

G. CHRIS ANDERSEN

(Typed or printed name and capacity of person signing application)

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE
DELAWARE, DO HEREBY CERTIFY "MIAMI RECYCLING AND COMPOSTING
COMPANY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE
OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE
EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE
SECOND DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES
HAVE BEEN PAID TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 28 PM 3:36



2562908 8300

001107320

Edward J. Freel
Edward J. Freel, Secretary of State

0292674

AUTHENTICATION:

DATE:

03-02-00