

F01000003110

CORPORATION(S) NAME

Superior Services, Inc.

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FILED
JUN 12 2 29 PM '01
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

6/6/01

Order#: 4505258

600004267856--8

-06/06/01--01059--016

Ref#: *****78.75 *****78.75

Amount: \$ _____

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 6, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: SUPERIOR SERVICES, INC.
Ref. Number: W01000012869

WORK-15 01
PICK TALLAHASSEE, FLORIDA
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DIVISION OF STATE

We have received your document for SUPERIOR SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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.

ATM: Buck Kohr
Corporate Specialist

*Please Buck Kohr
Thank you!*

Letter Number: 801A00034497

RECEIVED
JUN 12 PM 2:10
DIVISION OF CORPORATION

CERTIFICATE OF SECRETARY**SUPERIOR SERVICES, INC.**

I, Scott S. Cramer, do hereby certify that:

1. I am the duly elected, qualified and acting Assistant Secretary of Superior Services, Inc., a Wisconsin corporation (the "Company").

2. Attached hereto as Exhibit A is a true and correct copy of resolutions duly adopted by the Board of Directors of the Company by action of Directors by written consent without a meeting. Such Resolutions have not been modified or repealed and are now in full force and effect, and constitute all of the resolutions and actions of the Board of Directors of the Company relating to the adoption of the tradename Superior Waste Services, Inc. for use in the State of Florida.

IN WITNESS WHEREOF, I have executed this Certificate in my official capacity on this 5th day of June, 2001.


Scott S. Cramer

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EXHIBIT A**UNANIMOUS CONSENT OF THE BOARD OF DIRECTORS
OF
SUPERIOR SERVICES, INC.****FILED**
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, that the Board of Directors have determined it to be in the best interests of the Corporation to qualify the Corporation to do business in the State of Florida; and

FURTHER RESOLVED, that Superior Services, Inc., organized and existing under the laws of the State of Wisconsin, hereby adopts the name Superior Waste Services for use in the State of Florida for all purposes, and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Florida under the name: Superior Waste Services, Inc.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

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TALLAHASSEE, 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. Superior Services, 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. Wisconsin

(State or country under the law of which it is incorporated)

3. 39-1733405

(FEI number, if applicable)

4. 7/7/92

(Date of incorporation)

5. perpetual

(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. 125 South 84th Street, Suite 200

Milwaukee, WI 53214

(Current mailing address)

8. Solid Waste Collection and Transportation

(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

CONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

Connie Bryan
(Registered agent's signature)

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: Denis Gasquet

Address: Parc des Fontaines; 169 Avenue Georges Clemenceau
92735 Nanterre, France

Vice Chairman: Henri Progllo

Address: Parc des Fontaines; 169 Avenue Georges Clemenceau
92735 Nanterre, France

Director: G.W. "Bill" Dietrich

Address: 125 South 84th Street, Suite 200
Milwaukee, WI 53214

Director: _____

Address: _____

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

President: Paul R. Jenks

Address: 125 South 84th Street, Suite 200
Milwaukee, WI 53214

Vice President: Scott S. Cramer

Address: 125 South 84th Street, Suite 200
Milwaukee, WI 53214

Secretary: Scott S. Cramer

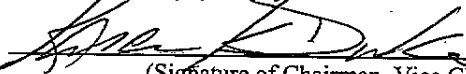
Address: 125 South 84th Street, Suite 200
Milwaukee, WI 53214

Treasurer: George K. Farr

Address: 125 South 84th Street, Suite 200
Milwaukee, WI 53214

See Attachment for additional officers.

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. Karen K. Duke, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Attachment to Application for
Authorization to Transact Business in Florida

Superior Services, Inc. additional Officers

G.W. "Bill" Dietrich
Chief Executive Officer
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Paul R. Jenks
Chief Operating Officer
125 South 84th Street, Suite 200
Milwaukee, WI 53214

George K. Farr
Chief Financial Officer
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Raphael B. Bruckert
Assistant Treasurer
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Karen K. Duke
Assistant Secretary
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Mark A. Lohsen
Vice President and CIO
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Peter L. Mattern
Vice President – Safety & Risk Management
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Jeffrey S. Meredith
Vice President – Market Development
125 South 84th Street, Suite 200
Milwaukee, WI 53214

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B. Todd Watermolen
Vice President – Engineering and Compliance
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Martin P. Demeter
Vice President – Human Resources
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Jeffrey P. Adix
Vice President – Finance
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Richard L. Burke
Regional Vice President
125 South 84th Street, Suite 200
Milwaukee, WI 53214

Wesley E. Berger
Regional Vice President
125 South 84th Street, Suite 200
Milwaukee, WI 53214

James C. Maher
Regional Vice President
125 South 84th Street, Suite 200
Milwaukee, WI 53214

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TALLAHASSEE, FLORIDA

DOM
180 181 185

United States of America

State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator of the Division of Corporate & Consumer Services of the Department of Financial Institutions, do hereby certify that

SUPERIOR SERVICES, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is JULY 7, 1992.

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TALLAHASSEE, FLORIDA

I further certify that said corporation has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921 or 181.1622, Wis. Stats., and that it has not filed articles of dissolution.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed the official seal
of the Department on June 4, 2001.

RAY ALLEN, Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

BY: Patricia Weber

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.