

BERGER & DAVIS, P.A.
ATTORNEYS AT LAW

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January 6, 1995

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Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Atlas Environmental, Inc.

Gentlemen:

Enclosed are the following items:

1. Our check in the amount of \$122.50 in payment of the filing fee and certified copy.
2. Original and copy of Transmittal Letter.
3. Original executed and copy of Application by Foreign Corporation for Authorization to Transact Business in Florida.
4. Original and copy of Certificate of Existence.

Please file and return a certified copy to the undersigned.

If you have any questions, please telephone.

Very truly yours,

BERGER & DAVIS, P.A.

Laz L. Schneider /m.u.
Laz L. Schneider

LLS:mw

Enclosures

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Atlas Environmental, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Laz L. Schneider, Esq.
(Name of Person)

Berger & Davis, P.A.
(Firm/Company)

100 N. E. 3 Avenue, Suite 400
(Address)

Ft. Lauderdale, FL 33301
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Laz L. Schneider at (305) 525 - 9900
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JUN 10 PM 3:39

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

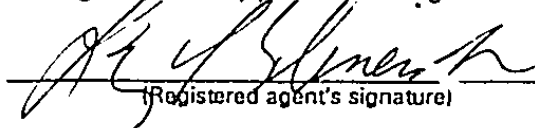
**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. Atlas Environmental, 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. Colorado
(State or country under the law of which it is incorporated)
3. 84-1140790
(FEI number, if applicable)
4. July 27, 1987
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 13838 Harlee Road
Palmetto, Florida 34221
(Current mailing address)
8. Corporate Headquarters
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:

Name: Laz L. Schneider
Berger & Davis, P.A.
Office Address: 100 N. E. 3 Avenue, Suite 400
Ft. Lauderdale, Florida, 33301
(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.


(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 10 PM 3:30

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Gary R. Kabot

Address: 9200 N.W. 14 Court

Plantation, Florida 33322

Chairman Emeritus and Director:

~~VICE CHAIRMAN~~ T. Alec Rigby

Address: 1720 South Ocean Boulevard

Manalapan, FL 33462

Director: Joel Silverstein

Address: P. O. Box 4367 N/A

Boca Raton, FL 33429

Director: David A. Thomas

Address: 20711 U. S. Highway 98

Dade City, FL 33525

B. OFFICERS

President: & CEO Gary R. Kabot

Address: 9200 N.W. 14 Court

Plantation, FL 33322

Executive
Vice President: T. Alec Rigby

Address: 1720 South Ocean Boulevard

Manalapan, FL 33462

Secretary: T. Alec Rigby


Address: same as above

Treasurer: _____

Address: _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 10 PM 3:38

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. Gary R. Kabot, Chairman
(Typed or printed name and capacity of person signing application)



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, NATALIE MEYER, Secretary of State of the State of
Colorado hereby certify that

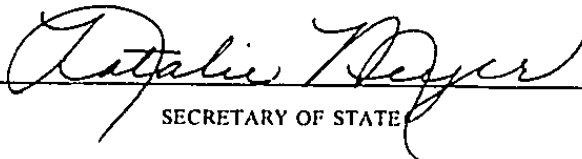
According to the records of this office

ATLAS ENVIRONMENTAL, INC.
(COLORADO CORPORATION)

file # 871735532 was filed in this office on JULY 27, 1987
and has complied with the applicable provisions of the
laws of the State of Colorado and on this date is in good
standing and authorized and competent to transact business
or to conduct its affairs within this state.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 10 9
PM 3:39

Dated: DECEMBER 16, 1994


SECRETARY OF STATE

