

# F97000000803

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G. ALAN HOWARD

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January 21, 1998

**VIA FEDERAL EXPRESS**

Ms. Susan Payne  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**Re: GeoWaste of FL, Inc.**

Dear Susan:

Pursuant to our telephone conversation of this date, please find enclosed the following:

1. Amendment for Foreign Profit Corporation Qualified to do Business in Florida;
2. A check in the amount of \$35.00 for filing fee; and
3. Certified copy of Delaware Secretary of State name change.

The fourth item we discussed is a letter from a director or officer of North Florida Sweeping, Inc. advising the Secretary of State that it is aware of the fact that, effective upon the "unwinding" of the merger of North Florida Sweeping, Inc. and GeoWaste of FL, Inc., North Florida Sweeping, Inc. will be administratively dissolved for failure to file its 1997 annual report. That letter will also advise you that they do not intend to reinstate North Florida Sweeping, Inc. I have spoken with a director of North Florida Sweeping, Inc. who has advised me that they will be forwarding such a letter to you by telecopy.

Affiliated  
with F94-3856

N/C  
SP 1/27/98  
CORAPNC

300002413793-41

-01/28/98-01005-004

\*\*\*\*\*35.00 \*\*\*\*\*35.00

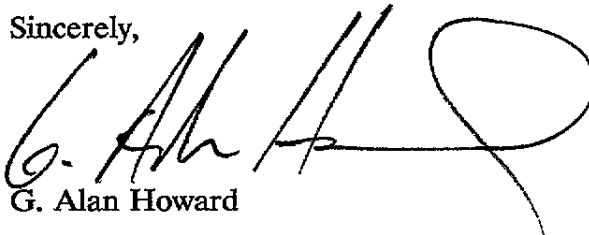
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DIVISION OF CORPORATIONS  
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Ms. Susan Payne  
January 21, 1998  
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Thank you again for all of your assistance. If you require anything further, please do not hesitate to call me.

Sincerely,



G. Alan Howard

GAH/sg  
Enclosures

cc: Amy C. MacF. Burbott (w/cy encls.)

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

1. GEOWASTE OF FL, INC.  
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE  
Incorporated under laws of
3. FEBRUARY 13, 1997  
Date authorized to do business in Florida

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 1/7/98
5. GEOWASTE OF FLORIDA, INC.  
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- N/A  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- N/A  
New Jurisdiction

Raymond F. Chase  
Signature

JANUARY 21, 1998  
Date

RAYMOND F. CHASE  
Typed or printed name

VICE PRESIDENT  
Title

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 22 PM 12:11

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GEOWASTE OF FL, INC.", CHANGING ITS NAME FROM "GEOWASTE OF FL, INC." TO "GEOWASTE OF FLORIDA, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF JANUARY, A.D. 1998, AT 5 O'CLOCK P.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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981007469

AUTHENTICATION: 8853785

DATE: 01-07-98

**CERTIFICATE OF AMENDMENT  
TO CERTIFICATE OF INCORPORATION OF  
GEOWASTE OF FL, INC.**

GEOWASTE OF FL, INC., a corporation duly organized and existing under the General Corporation Law of Delaware (the "Corporation"), does hereby certify that;

1. The amendment to the Corporation's Certificate of Incorporation set forth below was duly adopted in accordance with the provisions of Section 242 and has been consented to in writing by the sole stockholder, in accordance with Section 228 of the General Corporation Law of Delaware.

2. That Article I of the Certificate of Incorporation of GEOWASTE OF FL, INC. is hereby amended to read as follows:

**ARTICLE I**

**Name**

The name of this corporation shall be GeoWaste of Florida, Inc.

IN WITNESS WHEREOF, the undersigned, as Vice President and Secretary of the Corporation has executed this Certificate of Amendment as of the 21st day of December, 1997.

GEOWASTE OF FL, INC.

By: Raymond F. Chase VP  
Raymond F. Chase  
Vice President and Secretary

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 05:00 PM 01/07/1998  
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