

F 98000005371

CSC

THE UNITED STATES
CORPORATION
C O M P A N Y

ACCOUNT NO. : 072100000032

REFERENCE : 970171 4713593

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 70.00

ORDER DATE : September 22, 1998

ORDER TIME : 9:22 AM

ORDER NO. : 970171-005

CUSTOMER NO: 4713593

CUSTOMER: Ms. Rhonda D. Toth
Stericycle, Inc.
1419 Lake Cook Road
Ste. 410
Deerfield, IL 60015

700002647907--4

wax-21891

FOREIGN FILINGS

NAME: STERICYCLE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 SEP 24 PM 2:14

FILED

Wax
9/24

DIVISION OF CORPORATION

98 SEP 24 AM 9:51

RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 24, 1998

CSC
ATTN: CHRISTOPHER SMITH

SUBJECT: STERICYCLE, INC.
Ref. Number: W98000021891

RESUBMIT

Please give original
submission date as file date.

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 598A00048192

RECEIVED
98 SEP 24 PM 1:49
DIVISION OF CORPORATIONS

**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. Stericycle, 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 (State or country under the law of which it is incorporated) 3. 36-364042 (FEI number, if applicable)

4. 3/21/89 (Date of Incorporation) 5. perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. to be determined in future
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 1419 Lake Cook Road, Suite 410
Deerfield, IL 60015
(Current mailing address)

8. transport and process medical waste for the healthcare industry
(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:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

By: Corporation Service Company
Angela [Signature]
(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
08 SEP 24 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

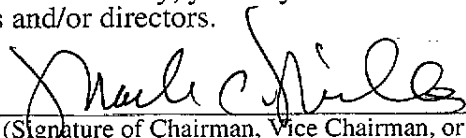
Treasurer: _____

Address: _____

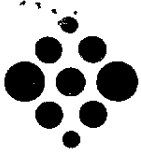
98 SEP 24 PM 2: 14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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. Mark C. Miller Pres/CEO
(Typed or printed name and capacity of person signing application)



Stericycle®

1419 Lake Cook Road, Suite 410
Deerfield, Illinois 60015

Telephone: 847-945-6550
Telefax: 847-945-6583

OFFICERS - All have same address: 1419 Lake Cook Road,
Suite 410, Deerfield, Illinois 60015.

Mark C. Miller	President & CEO
Frank J.M. ten Brink	Chief Financial Officer/CAO
Linda D. Lee	Vice President Regulatory Affairs and Quality Assurance
Anthony J. Tomasello	Vice President
Michael J. Bernert	Vice President

98 SEP 24 PM 2: 14
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

BOARD OF DIRECTORS

Patrick F. Graham
World Corp.
13873 Park Center Road, Suite 490
Herndon, VA 20171

Peter Vardy
Peter Vardy & Associates
333 W. Wacker Drive, Suite 700
Chicago, IL 60606

Mark C. Miller
President & CEO
Stericycle, Inc.
1419 Lake Cook Road, Suite 410
Deerfield, IL 60015

L. John Wilkerson, Ph.D.
The Wilkerson Group Inc.
590 Madison Avenue, 10th Floor
New York, NY 10022

John Patience
Crabtree Partners
1419 Lake Cook Road, Suite 410
Deerfield, IL 60015

Jack W. Schuler
Crabtree Partners
1419 Lake Cook Road, Suite 410
Deerfield, IL 60015

Rodney F. Dammeyer
Equity Group Investments Inc.
Two North Riverside Plaza
Chicago, IL 60606

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STERICYCLE, 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 TWENTY-SECOND DAY OF SEPTEMBER, A.D. 1998.

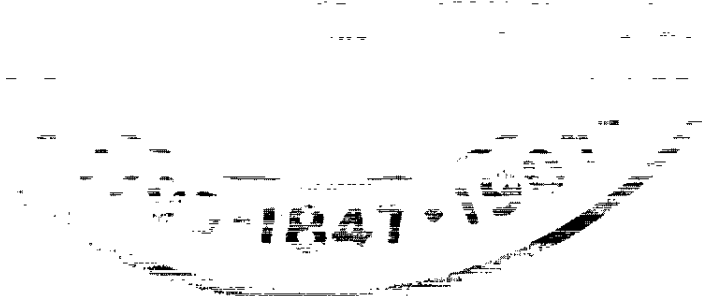
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 SEP 24 PM 2:14

FILED



2191014 8300

981367299

9315325

09-22-98



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: