

F98000007118



ACCOUNT NO. : 072100000032

REFERENCE : 936336 7154251

AUTHORIZATION

COST LIMIT : \$ 70.00

Patricia Pigato

ORDER DATE : August 21, 1998

ORDER TIME : 9:58 AM

ORDER NO. : 936336-015

CUSTOMER NO: 7154251

CUSTOMER: Mr. Parker Brown
E. Parker Brown, II
910 State Tower Building
Syracuse, NY 13202

DIVISION OF CORPORATION

98 AUG 26 AM 10:41

RECEIVED

FOREIGN FILINGS

400002625374--6

NAME: WASTE LEASING & HAULERS, INC.

~~600002726726~~

600002726726--3/1

-12/30/98-010776881
***1315.00 ***1315.00

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

1260

CONTACT PERSON: Janice Vanderslice

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 30 PM 3:55



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 26, 1998

CSC

RESUBMIT

Please give original
submission date as file date.

SUBJECT: WASTE LEASING & HAULERS, INC.
Ref. Number: W98000019497

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

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 198A00044204

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1 PM 1:55

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AUG 24 PM 2:42



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 1, 1998

CSC
ATTN: JANICE VANDERSLICE

SUBJECT: WASTE LEASING & HAULERS, INC.
Ref. Number: W98000019497

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 accept our apology for failing to note this in our previous letters.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2,315.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 498A00056914

E. PARKER BROWN, II

Attorney at Law
910 State Tower Building
Syracuse, New York 13202
TEL (315) 474-8218
FAX (315) 474-8220

Affiliated with
Hiscock & Barclay, LLP
Syracuse, Albany, and Buffalo, New York

December 4, 1998

Florida Department of State
Tallahassee, Florida

Attention: Lee Rivers

Re: Waste Leasing & Haulers, Inc. (16-1206586)
d/b/a (prospectively) Capital Environmental
Resource, Inc. -- Penalty Reduction Request

Dear Sir or Madam:

My client Waste Leasing & Haulers, Inc. (WL&H), a New York corporation, arranges for local haulers to remove waste from commercial establishments in numerous states, including, to a minor extent, Florida. In conjunction with this waste removal service the firm also rents some roll-offs and compactors for use in Florida. Because WL&H never has had any personnel or facilities in Florida, it did not occur to the company until recently that its minimal presence might constitute nexus. When the contacts with Florida did become apparent, WL&H immediately came forward as a volunteer to register with the Florida Department of Revenue and with your Department.

Because WL&H's first activity in Florida was in 1996, your Department has notified our filing company, CSC, that annual report and penalty fees of \$2,315.00 need to be paid before you will qualify the company to do business. This letter is to request that these penalties be reduced to the minimum allowable.

WL&H's contacts with Florida were so slight in prior years that the Department of Revenue has informed us that it will not require the filing of corporate tax returns. The Department of Revenue has assessed, and WL&H has paid, sales tax for the years 1996 and 1997 combined of only \$540.41. Moreover, based on my experience, many companies with such minimal contacts -- having no employees, no facilities and working exclusively through local firms -- would not have been as scrupulous as WL&H about volunteering in the first place.

Florida Department of State
December 4, 1998
Page Two

For these reasons, let me respectfully request that penalties be reduced to the minimum.

Sincerely,

Parker Brown

E. Parker Brown, II.



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: December 28, 1998

RE: Waste Leasing & Haulers, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1996 of \$315.00 and foreign non-qualified penalties for the same period of \$ 1000.00 assessed at the statutory minimum of \$500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

**ACTION BY CONSENT
OF ALL OF THE DIRECTORS OF
WASTE LEASING & HAULERS, INC.**


RESOLVED THAT:

1. Inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the alternate name "Capital Environmental Resource, Inc." for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporations Act; and
2. The officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporations Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida.

CERTIFICATE

I, Michael Hess, Secretary of Waste Leasing & Haulers, Inc. a corporation duly organized under the laws of the State of New York, does hereby certify that the foregoing is a true and correct copy of a resolution of the Board of Directors of the said corporation adopted by consent of all the directors of the corporation on the 1st day of October, 1998, which resolution is still in full force and effect, unamended.

DATED this 9th day of October, 1998



Michael Hess, Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 30 PM 3:55

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

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

1. Waste Leasing & Haulers, 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. New York 3. 16-1206586
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 21, 1983 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1/1/96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. P.O. Box 6207
Syracuse, New York 13217-6207
(Current mailing address)
8. Arranging for trash removal from businesses and rental of roll-offs
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) and compactors to businesses.
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: Dolores Buttolera
(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.

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DIVISION OF CORPORATIONS
98 DEC 30 PM 3:55
32301 (Zip Code)

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: Tony Busseri
& Director
Address: 1005 Skyview Drive
Burlington, Ontario L7P 5B1

Vice Chairman: _____

Address: _____

Director: Allard Loopstra

Address: 1005 Skyview Drive
Burlington, Ontario L7P 5B1

Director: Michael Hess

Address: 3496 Court Street Road
Syracuse, New York 13206

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

President: Allard Loopstra

Address: 1005 Skyview Drive
Burlington, Ontario, Canada L7P 5B1

Vice President: Michael Hess

Address: 3496 Court Street Road
Syracuse, New York 13206-1094

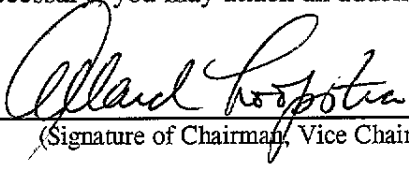
Secretary: Michael Hess

Address: _____

Treasurer: Allard Loopstra

Address: _____

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.)

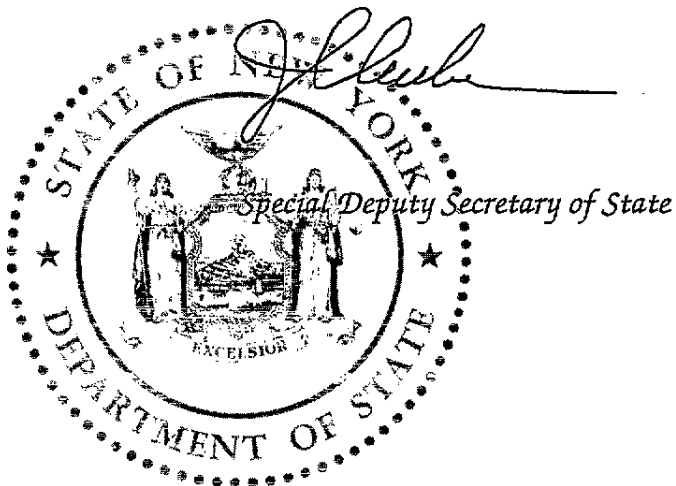
14. Allard Loopstra President
(Typed or printed name and capacity of person signing application)

**State of New York
Department of State**

ss:

I hereby certify, that the certificate of incorporation of WASTE LEASING & HAULERS, INC. was filed on 07/21/1983, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 21st day of August
one thousand nine hundred and
ninety-eight.*



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