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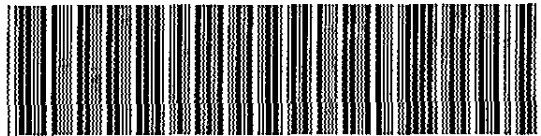
(Business Entity Name)

(Document Number)

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C. Coulliette MAR 28 2003



ACCOUNT NO. : 072100000032
REFERENCE : 985831 4812402
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 35.00

ORDER DATE : March 26, 2003

ORDER TIME : 10:58 AM

ORDER NO. : 985831-005

CUSTOMER NO: 4812402

CUSTOMER: Greg Dziak, Legal Asst
Calfee, Halter & Griswold Llp
Suite 1400
800 Superior Avenue
Cleveland, OH 44114-2688

DOMESTIC AMENDMENT FILING

NAME: INDEPENDENCE RECYCLING OF
FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS: _____

ARTICLES OF RESTATEMENT
OF
INDEPENDENCE RECYCLING OF FLORIDA, INC.

FILED
2003 MAR 28 PM 2:32
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named does hereby amend and restate its Articles of Incorporation.

1. The name of the corporation is Independence Recycling of Florida, Inc. (the "Corporation").
2. The text of the Restated Articles of Incorporation of the Corporation, as further amended hereby, is attached hereto as Exhibit A and made a part hereof.

* * * * *

CERTIFICATE

It is hereby certified that:

1. The Restated Articles of Incorporation attached hereto as Exhibit A and made a part hereof contains amendments to the Articles of Incorporation of the Corporation requiring shareholder approval.
2. The Articles of Incorporation of the Corporation are hereby amended in their entirety so as henceforth to read as set forth in the Restated Articles of Incorporation attached hereto as Exhibit A and made a part hereof.
3. The date of adoption of the Restated Articles of Incorporation was March 26, 2003.
4. Only one voting group of shareholders was entitled to vote on the Restated Articles of Incorporation.
5. The number of votes cast for the Restated Articles of Incorporation by the voting group of shareholders was sufficient for the approval thereof.

Executed on March 26, 2003.

(GJD4799;1)

INDEPENDENCE RECYCLING OF FLORIDA, INC.

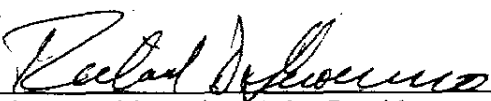
By: 
Richard DiGeronimo, Vice President

EXHIBIT A
RESTATED ARTICLES OF INCORPORATION
OF
INDEPENDENCE RECYCLING OF FLORIDA, INC.

ARTICLE I

The name of the corporation (hereinafter called the "Corporation") is Independence Recycling of Florida, Inc.

ARTICLE II

The street address of the principal office of the Corporation is 9800 Recycle Center Rd. Ste. A, Orlando, Florida 32833.

The mailing address of the Corporation is 9800 Recycle Center Rd., Ste. A, Orlando, Florida 32833.

ARTICLE III

Subdivision 1. The total number of shares of stock of all classes which the Corporation shall have the authority to issue is Nine Thousand (9,000), all of which shall be Common Shares, without par value (hereinafter referred to individually as a "Common Share" and collectively as the "Common Shares"), and which shall be classified and denominated as follows:

- (A) Four Thousand Five Hundred (4,500) Voting Common Shares, without par value (hereinafter referred to individually as a "Voting Share" and collectively as the "Voting Shares"); and
- (B) Four Thousand Five Hundred (4,500) Non-Voting Common Shares, without par value (hereinafter referred to individually as a "Non-Voting Share" and collectively as the "Non-Voting Shares").

Subdivision 2. All of the heretofore authorized shares of common stock, without par value, of the Corporation issued and outstanding at the time this Article III becomes effective shall automatically at such time, and without any act on the part of the holder thereof or any other person, be changed and converted into a total of four thousand two hundred ninety-five (4,295) issued and outstanding Voting Shares plus four thousand two hundred ninety-five (4,295) Non-Voting Shares.

Subdivision 3. The express terms and provisions of the Voting Shares and the Non-Voting Shares are as follows:

1. Each outstanding Voting Share shall entitle the record holder thereof to exercise one (1) vote in elections of directors of the Corporation and with respect to all other matters upon which shareholders of the corporation are entitled to vote.
2. Holders of Non-Voting Shares shall not be entitled to vote in respect of such Non-Voting Shares in elections of directors of the Corporation or with respect to any other matter upon which shareholders of the Corporation are entitled to vote, except when and as otherwise expressly required by applicable law notwithstanding this general denial of voting rights.
3. Except as otherwise provided in this Subdivision 2, all of the Common Shares shall be identical, shall entitle the holders thereof to the same powers, preferences, rights and privileges, and shall be subject to the same qualifications, limitations and restrictions.

ARTICLE IV

The street address of the registered office of the Corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324.

The name of the registered agent of the Corporation at the said registered office is CT Corporation System.

ARTICLE V

No holder of any of the shares of any class of the Corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the Corporation which the Corporation proposes to issue or any rights or options which the Corporation proposes to grant for the purchase of shares of any class of the Corporation or for the purchase of any shares, bonds, securities, or obligations of the Corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire shares of any class of the Corporation; and any and all of such shares, bonds, securities, or obligations of the Corporation, whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

ARTICLE VI

The purposes for which the Corporation is organized is to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE VII

The duration of the Corporation shall be perpetual.

ARTICLE VIII

The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all current and former officers and directors whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director and shall inure to the benefit of the heirs, executors, and administrators of such a person.