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CLIENT/MATTER NUMBER
058819-0101

M000000001398

VIA: Hand Delivery
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

900003323059--1
-07/14/00--01038--030
****160.00 ****160.00

900003323059--1
-07/17/00--01009--001
***1050.00 ***1050.00

Re: Registration of OMNI Waste LLC, an Ohio Limited Liability Company

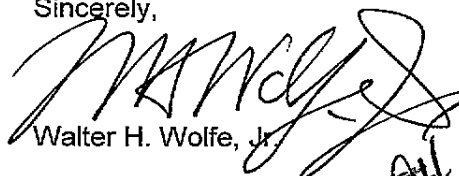
Enclosed please find the following:

- 1) Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- 2) Original Certificate of Existence issued by the State of Ohio on July 12, 2000, reflecting the good standing of OMNI Waste LLC;
- 3) Certificate of Designation of Registered Agent/Registered Office;
- 4) Our application and check in the amount of \$160.00.

This registration package is being hand-delivered in order to expedite registration today. Please call Teresa at 222-6100 to arrange for our office to pick up the certified copy and Certificate of Status for this entity.

Thank you for your cooperation and assistance.

Sincerely,


Walter H. Wolfe, Jr.

WHW/kp
Enclosures

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
JUL 14 PM 12:06

M00-1398

SA 7/14



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 14, 2000

FOLEY & LARDNER

SUBJECT: OMNI WASTE LLC
Ref. Number: W00000017694

We have received your document for OMNI WASTE LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

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/uniform business report and penalty fees is \$1050.00.

If you have any questions concerning the filing of your document, please call (850) 487-6917.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 800A00038828

FILED
00 JUL 14 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Omni Waste LLC
(Name of foreign limited liability company)
2. Ohio
(Jurisdiction under the law of which foreign limited company is organized)
3. 31-1614969
(FEI number, if applicable)
4. July 30, 1998
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 1999
(Date first transacted business in Florida. (See sections 608.501, and 817.155, F.S.))
7. 1909 North 3rd Street, Suite 1
Jacksonville, FL 32250
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here [x]
9. The name and usual business addresses of the managing members or managers are as follows:
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: landfill development
business
TDCom LLC, Member
By: Gregory L. McCann
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
TDCom LLC, Member by Gregory L. McCann, President
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Omni Waste, L.L.C., an Ohio limited liability company

2. The name and the Florida street address of the registered agent and office are:

F & L Corp.

(Name)

200 Laura Street

Florida street address (P.O. Box NOT ACCEPTABLE)

Jacksonville, Florida 32202

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

F & L Corp

By: 

Thomas J. Maida

FILED
JUL 19 PM 4:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**

}

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show OMNI WASTE LLC., an Ohio Limited Liability Company, Registration No. 1018076, registered to transact business in Ohio on July 30, 1998, and said registration is currently in FULL FORCE AND EFFECT upon the records of this office.

WITNESS my hand and official seal

at Columbus, Ohio on

July 12, 2000



J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State