A PROFESSIONAL LIMITED LIABILITY COMPANY Fax: (404) 888-7490 Web site: www.wcsr.com

Direct Dial: (404) 888-7422 Direct Fax: (404) 879-2990 E-mail: thutcheson@wcsr.com

April 15, 2002

Florida Department of State Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

-04/16/02--01052--015 ****155.00

Re:

Foreign Qualification of an LLC

Dear Sir or Madam:

On behalf of United Wastewater Recovery Center, LLC, a Georgia limited liability company, enclosed for filing with the State of Florida is an original and one copy of the following:

- Application by Foreign Limited Liability Company for Authorization to Transact (1) Business in Florida (along with a Certificate of Existence issued from the Georgian Secretary of State dated 3/20/02); and
- (2)Certificate of Designation of Registered Agent/Registered Office executed Corporation System.

The filing fee of \$155.00 is also enclosed which covers the cost of filing the Application with wellas the Designation of Registered Agent, and a certified copy to be returned to us for our files.

If you have any questions, please do not hesitate to contact me. Thank you for your prompt attention to this matter.

Sincerely,

WOMBLE CARLYLE SANDRIDGE & RICE A Professional Limited Liability Company

oui m. Hutcheso

Toni M. Hutcheson Corporate Paralegal

/tmh

Enclosures

M. Lee Reeves, Esq. (w/encls)

GEORGIA / NORTH CAROLINA / SOUTH CAROLINA / VIRGINIA / WASHINGTON D.C.

D-101'

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: UNITED WASTEWATER RECOVERY CENTER, LLC (a Georgia limited liability company) (Name of foreign limited liability company) Georgia 03-0408883 (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) March 20, 2002 Perpetual (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) March 25, 2002 6. (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 223 Central Florida Parkway Orlando, Florida 32824 Telephone No. (407) 447-0509 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: United Wastewater Management of North America, LLC - Sole Member/Manager 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 a figure of the certificate is in a foreign a figure of the certificate is in a foreign a figure of the certificate is in a foreign a figure of the certificate is in a foreign and the certificat 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: __Septage treatment; A facility that accepts and treats septic tank wastes from local pumpers

United Wastewater Management, Inc., Manager Signature of a member or an authorized representative of a member. (In accordance with section of \$408(3), F.S., the electric of this document constitutes an affirmation under the penalties of perjuty that the facts stated herein are true.)

By:

Typed or printed name of signee

A.Thomas Ferrero, Jr., Its Vice President

By:

UNITED WASTEWATER MANAGEMENT OF NORTH AMERICA, LLC

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 CONTROL NUMBER : 0214654
DATE INC/AUTH/FILED: 03/20/2002
JURISDICTION : GEORGIA
PRINT DATE : 04/05/2002
FORM NUMBER : 211

WOMBLE, CARLYLE, SANDRIDGE & RICE, PLLC TONI M. HUTCHESON 1201 W. PEACHTREE ST., SUITE 3500 ATLANTA, GA 30309-3

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

UNITED WASTEWATER RECOVERY CENTER, LLC A GEORGIA LIMITED LIABILITY COMPANY

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of Cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or in pending with the Secretary of State.

This information is electronically transmitted, issued and Sertified in accordance with the Georgia Electronic Records and Signatures Actornal Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20020405185505350



Cathy Cox Secretary of State

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:		
	UNITED WASTEWATER RECOVERY CENTER, LLC	
2. The name and the Florida street address of the registered agent and office are:		
	CT Corporation System	
(Name)		
	1200 South Pine Island Road	
Florida street address (P.O. Box NOT ACCEPTABLE)		
	Plantation, FL 33324 (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. CT CORPORATION SYSTEM

By: Dale & Morris

DALE W. MORRIS
ASSISTANT VICE PRESIDENT

(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

SECHETARY OF STATE

Ü