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1001 Fannin, Suite 4000 Houston, Texas 77002 (713) 512-6200

September 22, 2003

Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: Recycle America Alliance, L.L.C.

The Application By Foreign Limited Liability Company To File Amendment To Application For Authorization To Transact Business In Florida for **Recycle America Alliance**, L.L.C. – **Document Number: M0300000169**, current Officers Report, and \$25.00 filing fee are enclosed.

Thank you for your assistance in this matter. I may be reached at (713) 394-2323 should you have any questions.

Very truly yours,

William T. Massar

State Income Tax Compliance and Audit Manager

Enclosures

SECKETARY OF STATE

3 OCT -6 MHH: 52

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

SECTION I (1-3 must be completed)

1.	Name of limited liability company as it appears on the records of the Florida Department of State: RECYCLE AMERICA ALLIANCE, L.L.C.
2.	Jurisdiction of its organization: DELAWARE
3.	Date authorized to do business in Florida: 1/16/03
	SECTION II (4-7 complete only the applicable changes)
	If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization?
5.	New name of the limited liability company:
6.	If the amendment changes the period of duration, indicate new period of duration:
7.	If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
8.	If the amendment corrects any false statement, indicate the statement being corrected and the correction: SEE ATTACHED UPDATED OFFICERS REPORT SEE ATTACHED UPDATED OFFICERS REPORT
9.	Attached is an original certificate, no more than 90 days old, evidencing the aforement amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized. Signature of a member or the authorized
	FRANCES B. SEWELL Typed or printed name of signee

Filing Fee: \$25.00

Recycle America Alliance, L.L.C.

SECRETARY OF STATE

Officers

	TALLAHASSEE, FLORIDA
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	To Common	Effective
Steven Thomas Ragiel	President	11/12/2002
Linda Jean Smith	Vice President and Secretary	7/1/2003
Ronald Hamilton Jones	Vice President and Assistant Treasurer	1/22/2003
David J. McAdam	Vice President and Assistant Treasurer	11/12/2002
Robert Glenn Simpson	Vice President and Assistant Treasurer	1/22/2003
Frank Jamieson Clement	Assistant Treasurer	11/12/2002
Frances B. Sewell	Assistant Treasurer	11/12/2002
Mary H Kliesmet	Assistant Secretary	1/22/2003
Amanda K. Maki	Assistant Secretary	7/1/2003
Don Patrick Carpenter	Vice President - Tax	1/22/2003
Brian L Fielkow	Executive Vice President	1/22/2003
Thomas G, Riek	Chief Financial Officer & Treasurer	1/22/2003
Jonathan M Vosburg	Controller	1/22/2003