



THE UNITED STATES CORPORATION COMPANY

M 99000000297

ACCOUNT NO. : 072100000032

REFERENCE : 152498 4304937

AUTHORIZATION :

*Patricia Pizub*

COST LIMIT : \$ 285.00

ORDER DATE : March 1, 1999

ORDER TIME : 10:0 AM

ORDER NO. : 152498-005

200002791882--8

CUSTOMER NO: 4304937

CUSTOMER: Melissa A. Quinn, Legal Asst  
Mintz, Levin, Cohn, Ferris,  
One Financial Center

Boston, MA 02111

FOREIGN FILINGS

NAME: GREYSTONE ENVIRONMENTAL, LLC

XXXX QUALIFICATION (TYPE: LL)

*6*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

*JK*  
*3/2/99*

FILED  
 SECRETARY OF STATE  
 DEPARTMENT OF CORPORATIONS  
 99 MAR -2 PM 1:25  
 RECEIVED  
 99 MAR -2 AM 10:37  
 DIVISION OF CORPORATION



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR -2 PM 1:25

**Members of Greystone Environmental, LLC**

<u>Name</u>	<u>Address</u>	<u>Title</u>
Brian J. Jacot	104 Jamesville Road, Syracuse, New York	Member
James F. Blasting	104 Jamesville Road, Syracuse, New York	Member
Peter C. Goutos	104 Jamesville Road, Syracuse, New York	Member
John Platko, II	104 Jamesville Road, Syracuse, New York	Member
HMK Enterprises, Inc.	800 South Street, Waltham, MA 02154	Member

**Managers of Greystone Environmental, LLC**

Steven E. Karol	800 South Street, Waltham, MA 02154	Manager
Dale S. Okonow	800 South Street, Waltham, MA 02154	Chairman of the Board and Secretary
Jeffrey Stein	800 South Street, Waltham, MA 02154	Manager and Vice President
Brian J. Jacot	104 Jamesville Road, Syracuse, New York	Manager and President
James Blasting	104 Jamesville Road, Syracuse, New York	Manager and President

FILED STATE  
DEPARTMENT OF CORPORATIONS  
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Greystone Environmental, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1000 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 ;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 1000 .  
(This total includes amounts from 2 and 3 above.)

Dale S. Okonow, Chairman & Secretary  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Dale S. Okonow  
Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

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

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SECRETARY OF CORPORATIONS  
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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:

Greystone Environmental, LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee, FL 32301

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.*

By:

Linda Barnes

(Signature)

Assistant V.P.

**Filing Fee: \$ 35 for Designation of Registered Agent**

State of Delaware  
Office of the Secretary of State

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GREYSTONE ENVIRONMENTAL, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

2882214 8300

991079096



9603451  
03-01-99  
*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: