

# N0000000004015

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## FLORIDA NON-PROFIT CORPORATION

MIAMI-DADE METAL RECYCLERS ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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ATTN: M. WAGONER

ARTICLES OF INCORPORATION  
OF  
MIAMI-DADE METAL RECYCLERS ASSOCIATION, INC.

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The undersigned incorporator hereby files these Articles of Incorporation for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act.

ARTICLE I  
Name and Principal Office of Corporation

The name of this Corporation shall be Miami-Dade Metal Recyclers Association, Inc. The initial mailing address of the Corporation shall be 3511 N.W. North River Drive, Miami, Florida 33142.

ARTICLE II  
Not for Profit

The Corporation is a nonprofit corporation under the Florida Not For Profit Corporation Act. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its members, except to the extent permissible under law.

ARTICLE III  
Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation shall be the following:

To afford a means of communication between the members of the Corporation and all other groups interested in or affected by the scrap metal industry upon matters bearing on their business interests; to use all lawful means to bring about closer cooperation and goodwill among producers, consumers and dealers of scrap metal.

To promote a high standard of business ethics in the scrap metal industry; to aid in the prevention of unfair competition and elimination of trade abuses in all branches of such industry and otherwise to assist in establishing healthy conditions and placing said on a sound and stable foundation.

To procure uniformity and certainty in the customs and usages of trade and commerce and of those engaged in the scrap metal industry.

To promote and aid in the settlement of disputes between members and between members and others by arbitration or amicable settlement and without resort to litigation.

To collect and disseminate trade statistics and other useful information; to carry on, or assist research, investigation and experiments in connection with the preparation and marketing of scrap metal.

To encourage and support all federal, state and municipal legislation that is wholesome and beneficial to commerce and to the community in general, and all such legislation which promotes the best interests of the scrap metal industry.

To extend voluntary financial or other aid or assistance to, and to cooperate with such private or governmental bodies, corporations, associations, institutions, societies, agencies, or persons as are now or may hereafter be engaged in whole or in part in furthering the objects above.

In furtherance and not in limitation of said objects, the Corporation shall have the power to do any other or further thing, or transact any other or further matter which may facilitate the transaction of business between members, the settlement or the performing of all or any contract entered into by members of the Corporation, subject, to the rules and regulations adopted from time to time by the directors of the Corporation

**ARTICLE IV**  
**Incorporator**

The name and street address of the Incorporator of this Corporation is as follows:

Joseph D. Richards  
White & Case LLP  
200 S. Biscayne Boulevard  
Suite 4900  
Miami, Florida 33131

**ARTICLE V**  
**Term of Corporate Existence**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VI**  
**Address of Registered Office and Registered Agent**

The street address of the initial Registered Office of this Corporation in the State of Florida shall be White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131. The name of the initial Registered Agent of this Corporation at the above address shall be Joseph D. Richards.

**ARTICLE VII**  
**Number of Directors**

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than three (3) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws, and until such time as the By-Laws have been adopted, the Board of Directors shall consist of three (3) person(s).

**ARTICLE VIII**  
**Initial Board of Directors**

The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the First Annual Meeting of Members, and thereafter until their successors are elected and have qualified, is as follows:

Louis Hymson, President  
3333 N.W. North River Drive  
Miami, Florida 33142  
(305) 634-4668

Mark Kram, Vice President  
2710 N.W. 32<sup>nd</sup> Avenue  
Miami, Florida 33142  
(305) 633-2241

Steve Isicoff, Secretary and Treasurer  
3511 N.W. North River Drive  
Miami, Florida 33142  
(305) 635-4455

**ARTICLE IX**  
**By-Laws**

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the members or Directors in any manner permitted by the By-Laws.

**ARTICLE X**  
**Amendment**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon the members hereunder are granted subject to this reservation.

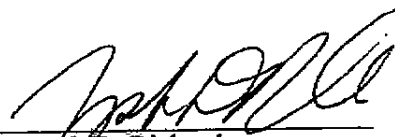
IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 20 day of July, 2000.

By:   
Joseph D. Richards

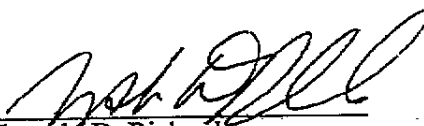
**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 617.0501 the following is submitted:

Joseph D. Richards, desiring to organize as a corporation under the laws of the State of Florida, has designated White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131, as its initial Registered Office and has named Joseph D. Richards, located at said address as its initial Registered Agent.

By:   
Joseph D. Richards  
Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

By:   
Joseph D. Richards  
Registered Agent

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