

N 96000006488
BLANK, RIGSBY & MEENAN, P.A.
ATTORNEYS AT LAW

Office Address
204 SOUTH MONROE STREET
TALLAHASSEE, FLORIDA 32301
(904) 681-6710

Mailing Address
POST OFFICE BOX 11068
TALLAHASSEE, FLORIDA 32302-3068
FACSIMILE (904) 681-6713

PHILIP BLANK*
WENDY A. DELVECCHIO
A. KENNETH LEVINE
RICHARD A. LOTSPICCH
THOMAS R. McSWAIN
TIMOTHY J. MEENAN
R. TERRY RIGSBY
TIMOTHY G. SCHOENWALDER
GEOFFREY D. SMITH

LEGAL ASSISTANT
JOHN A. DICKSON, J.D.

*Florida Bar Certified in Health Law

December 19, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/19/96--01102--012
*****78.75 *****78.75

RE: Florida Association of Resource Recovery and Recycling Facilities, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 Filing Fee & Certificate.

FROM: Geoffrey D. Smith, Esq.
Blank, Rigsby & Meenan, P.A.
204 South Monroe Street
Post Office Box 11068
Tallahassee, FL 32302-3068
(904) 681-6710

If you have any questions please feel free to contact me.

Sincerely,


Geoffrey D. Smith

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D. BROWN DEC 20 1996

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 19 PM 3:21

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

Florida Association of Resource Recovery and Recycling Facilities, Inc.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

204 South Monroe Street
Post Office Box 11068
Tallahassee, Florida 32302-3068

ARTICLE III

Purposes

The specific purposes for which this corporation is organized are:

To represent the interests of owners and operators of resource, recovery and recycling facilities and to conduct any lawful business in the state as authorized by Chapter 617, Florida Statutes.

ARTICLE IV

Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

Directors will be elected in accordance with the By Laws.

ARTICLE V
Limitation of corporate powers

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes

ARTICLE VI
Initial registered agent and street address

The name and street address of the initial registered agent is:

Geoffrey D. Smith
Blank, Rigsby & Meenan, P.A.
204 South Monroe Street
Tallahassee, Florida 32302-3068

ARTICLE VII
Incorporators

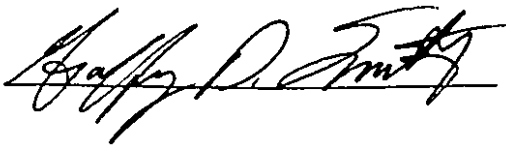
The names and the street addresses of the incorporators for these articles of incorporation are:

Geoffrey D. Smith
Blank, Rigsby & Meenan, P.A.
204 South Monroe Street
Tallahassee, Florida 32302-3068

Alexander Padva, Ph.D.
7591 Andorra Place
Boca Raton, Florida 33433

The undersigned incorporator has executed these Articles of Incorporation this 17 day of December, 1996.

Signature of Incorporator:



Geoffrey D. Smith
Typed Name of Incorporator Signing

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

SECRET FILED
DIVISION OF CORPORATIONS
95 DEC 19 PM 3:21

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

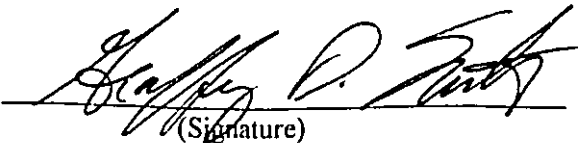
1. The name of the corporation is:

Florida Association of Resource Recovery and Recycling Facilities, Inc.

2. The name and address of the registered agent and office is:

Geoffrey D. Smith
Blank, Rigsby & Meenan, P.A.
204 South Monroe Street
Tallahassee, Florida 32302-1068

Having been named as registered agent and to accept service of process for the above stated corporation 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.


(Signature)

12-19-96
(Date)