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Јони R. Татим (1926-1995)

April 26, 2000

+ BOARD CERTIFIED BUSINESS LITIGATION LAWYER

- * BOARD CERTIFIED REAL ESTATE LAWYER
- ++ BOARD CERTIFIED MARITAL AND FAMILY LAWYER
- ** REGISTERED PATENT ATTORNEY

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE FL 32314

Re: C

Clifton Waste Services, Inc.; P00000025334

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment for the above referenced corporation. Also included is a check for \$43.75 (\$35 for the Amendment and \$8.75 for a Certified Copy of the Amendment).

Please forward the Certified Copy to the undersigned firm.

Thank you for your prompt attention to this matter.

Sincerely,

Veronica Vilarchao

Enclosures

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Amend.

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

CLIFTON WASTE SERVICES, INC.

Pursuant to the provisions of sections 607.1005 and 607.1006, Florida Statutes (1999), this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

Article III is hereby deleted in its entirety and replaced with the following:

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock this Corporation is authorized to have outstanding at any one time shall be Twenty Million (20,000,000) shares of common stock of the par value of Sixty-Six Cents (\$0.66) each. The consideration to paid for each share shall be fixed by the Board of Directors.

SECOND: The effective date of the amendment's adoption is March 10th, 2000.

THIRD: Adoption of Amendment(s):

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed effective this 10th day of March, 2000.

KYLE BLAMIN, as Director of Clifton Waste Services, Inc.