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May 17, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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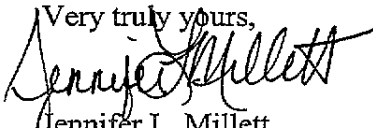
Re: Articles of Incorporation for Pinnacle Recycling, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Pinnacle Recycling, Inc., and our firm's check# 44968 for \$78.75 to cover the filing fees.

Also enclosed is a self-addressed stamped envelope for the return of the stamped copies.

If you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,

Jennifer L. Millett
Legal Assistant

JLM/ph
Enclosures

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FILED
00 MAY 19 AM 11:38
TALLAHASSEE, FLORIDA

CC.
5.25-00

**ARTICLES OF INCORPORATION
FOR
PINNACLE RECYCLING, INC.**

The undersigned, for the purpose of forming a Florida professional corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the professional corporation shall be:

Pinnacle Recycling, Inc.

ARTICLE II. PRINCIPAL OFFICE

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

1515 N. Federal Highway, #405
Boca Raton, Florida 33432

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this professional corporation is authorized to have outstanding at one time is:

50,000,000 Shares Of Common Stock.

ARTICLE IV. REGISTERED AGENT

The name and address of the initial registered agent is:

Steven G. Schwartz, Esquire
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

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ARTICLE V. TERM OF EXISTENCE

This professional corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Steven G. Schwartz, Esquire
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

ARTICLE VII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the professional corporation shall be managed by, the Board of Directors. This professional corporation shall have four (4) directors, initially. The names and addresses of the initial members of the Board of Directors are:

Chairman of the Board
Sam Halim
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

Member of the Board
Sam Halim, Sr.
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

Member of the Board
Roger Lang
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

Member of the Board
Phil Epstein
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

ARTICLE VIII. OFFICERS

This professional corporation shall have four (4) officers, initially. The names, addresses and positions of the initial officers are:

President / CEO
Sam Halim
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

Vice President
Seth Klein
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

Vice President
Brian Richmond
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

Vice President
Phil Epstein
1515 N. Federal Highway, #405
Boca Raton, Florida 33432

ARTICLE IX. NATURE OF BUSINESS

This professional corporation may engage or transact in any and all lawful activities or businesses including the practice of medicine permitted under the laws of the United States, the State of Florida and any other state or territory.

The undersigned has executed these Articles of Incorporation this 16 day of May,
2000.



Steven G. Schwartz, Incorporator

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

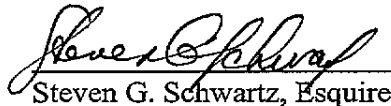
Pursuant to the provisions of section 607.0501 of the Florida Statutes, the professional corporation, Pinnacle Recycling, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is:

Steven G. Schwartz, Esquire
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

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

Dated: May 16, 2000.


Steven G. Schwartz, Esquire

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00 MAY 19 AM 11:38
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