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**TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2000 MAY 28 AM 11:40

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. WASTENET, INC. (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**ARTICLE I**

**CORPORATE NAME**

The name of the corporation is: **WASTENET, INC.**

The principal office and mailing address is the following:

**2452 SW 16 STREET  
Miami, Florida 33145**

**ARTICLE II**

The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida. The corporation shall exist perpetually.

**ARTICLE III**

**CAPITAL STOCK**

The corporation is authorized to issue and have outstanding at any one time an aggregate number of five hundred (500) shares of one class of common stock having a par value of one (\$1.00) dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV**

**PREEMPTIVE RIGHTS**

All shareholders of the corporation shall be vested with full preemptive rights.

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TALLAHASSEE, FLORIDA

**ARTICLE V**

**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

**ARTICLE VI**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

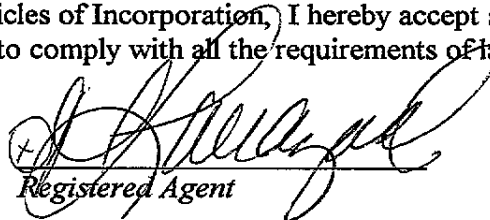
The Corporation's initial Registered Agent and Registered Office in the State of Florida are:

**INITIAL REGISTERED AGENT:** Maria Teresa Larrazabal

**INITIAL REGISTERED OFFICE:** 2452 SW 16 Street  
Miami, Florida 33145

**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

  
Registered Agent

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the Initial Board of Directors of the Corporation is

one.

**ARTICLE VIII**

**INITIAL DIRECTORS**

The names and addresses of the initial members of the Board of Directors are:

*Maria Teresa Larrazabal*  
*2452 SW 16 Street*  
*Miami Florida 33145*

The number of Directors may be increased or decreased from time to time by By-Laws adopted by the Stockholders.

**ARTICLE IX**

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

INCORPORATOR: *Maria Teresa Larrazabal*

ADDRESS: *2452 SW 16 Street*  
*Miami Florida 33145*

  
Incorporator