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AUTHORIZATION :

Patricia Piguet

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 4, 2000

ORDER TIME : 9:59 AM

ORDER NO. : 917676-005

CUSTOMER NO: 96280A

CUSTOMER: John H. Malmrose, Esq
Aluminum Recycling Corporation
Suite 219
21218 St. Andrews Boulevard
Boca Raton, FL 33433

500003484266--0

DOMESTIC AMENDMENT FILING

NAME: METALS RECYCLING DEPOT, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

COULLIETTE DEC 04 2000

CONTACT PERSON: Kelly Courtney -- EXT# 1116

EXAMINER'S INITIALS: _____

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TO CLERK OF COURT
SUFFICIENCY OF FILING

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

METALS RECYCLING DEPOT, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE III. CAPITAL STOCK is amended to read as follows:

SEE ATTACHMENT HERETO

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: October 9, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 1st day of December, 2000

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

GREGORY G. WHITE

Typed or printed name

DIRECTOR

Title

ATTACHMENT TO ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
METALS RECYCLING DEPOT, INC.

ARTICLE III. CAPITAL STRUCTURE

- 3.01. The corporation is authorized to issue 7,000,000 shares divided into two classes. The designation of each class, the number of shares of each class, and par value of the shares of each class are as follows:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value Per Share</u>
Common	2,000,000	\$.001
Preferred	5,000,000	\$1.000

- 3.02. Dividends on preferred shares shall be declared and paid, to the extent that funds are legally available therefor, at the rate of 12 percent per annum of the par value of the shares and no more, shall be payable in preference and priority to any payment of any dividend on common shares, and shall be payable quarterly on the first days of January, April, July and October, or otherwise as may be determined from time to time by the board of directors. Dividends on preferred shares shall accrue from the date of issuance and shall be cumulative. Subject to the dividend rights of preferred shares, dividends on common shares may be paid out of any funds that are legally available therefor, as and when declared by the board of directors, provided that the amount of dividends declared and paid for each year for a common share shall in no event exceed the amount of dividends declared and paid for such year on a preferred share issued and outstanding for the same period as the common share.
- 3.03. If, on any voluntary or involuntary liquidation, dissolution, or winding up of the affairs of the corporation, the assets of the corporation are insufficient to permit full payment of all dividends declared on preferred shares pursuant to Section 3.02, then the holders of the preferred shares shall share ratably in any distribution of assets in proportion to the full amounts to which they would otherwise be respectively entitled. If, on any voluntary or involuntary liquidation, dissolution, or winding up of the affairs of the corporation, the assets of the corporation are sufficient to permit full payment of all dividends declared on preferred shares pursuant to Section 3.02, but are insufficient to permit full payment of all dividends declared on common shares pursuant to Section 3.02, then the holders of the common shares shall share ratably in any distribution of assets in proportion to the full amounts to which they would otherwise be respectively entitled.
- 3.04. If, on any voluntary or involuntary liquidation, dissolution, or winding up of the affairs of

the corporation, payment of all dividends declared pursuant to Section 3.02 shall have been made in full to the holders of all common and preferred shares, the remaining assets and funds of the corporation shall be distributed equally to all outstanding shares, preferred and common, share for share.

- 3.05. Neither the consolidation or merger of the corporation, nor the lease or conveyance of all or substantially all of its assets, shall be deemed a liquidation, dissolution, or winding up of the affairs of the corporation within the meaning of Paragraph 3.03 or 3.04.
- 3.06. The holders of common shares will be entitled to five (5) votes for each common share held and the holders of preferred shares will be entitled to one (1) vote for each preferred share held upon each and any matter submitted to a vote of the stockholders of the corporation. Except as otherwise provided by law, the holders of the common and preferred shares shall vote together as a single class upon each and any matter submitted to a vote of the stockholders of the corporation.