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#### ARTICLES OF INCORPORATION

OF

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SECRETART OF STATE TALLAHASSEE, FLORIDA

# **GLOBAL WASTE SERVICES, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

#### ARTICLE I - Name

The name of the corporation is **GLOBAL WASTE SERVICES**, **INC**.

# ARTICLE II - Principal Office and Mailing Address of the Corporation

The address of the principal office of the corporation is 703 Hennis Road, Winter Garden, FL 34787 and its mailing address is the same.

#### **ARTICLE III - Commencement and Duration**

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

# **ARTICLE IV - Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

# **ARTICLE V - Stock**

The corporation is authorized to issue ten thousand (10,000) shares of \$.25 par value common stock, which shares shall be a single class.

#### **ARTICLE VI - Preemptive Rights**

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any

amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

#### **ARTICLE VII - Board of Directors**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have three directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>	
Kris M. Creeden	703 Hennis Road, Winter Garden, Florida	34787
Kevin A. Creeden	703 Hennis Road, Winter Garden, Florida	34787
Carlos K. Sutton	8933 U.S. Highway 98, Dade City, Florida	33525

# **ARTICLE VIII - Indemnification**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

### **ARTICLE IX - Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

# **ARTICLE X - Amendment**

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

### **ARTICLE XI - Incorporators**

The name and address of the Incorporator to these articles of incorporation is:

Name Address

Peter J. Munson

1611 Harden Boulevard, Lakeland, Florida 33803

# **ARTICLE XII - Initial Registered Office and Agent**

The street address of the initial registered office of the corporation is 1611 Harden Boulevard, Lakeland, Florida 33803, and the name of the initial registered agent of the corporation at that address is Peter J. Munson.

IN WITNESS WHEREOF, the undersigned, as incorporators, hereby execute these articles of incorporation this 16th day of November, 2010

(SEAL)

PETER J. MUNSON, Incorporator

STATE OF FLORIDA COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Peter J. Munson, who is personally known to me.

WITNESS my hand and official seal this 16th day of November, 2010, at Lakeland, Florida.

(NOTARIAL SEAL)

Notary Public State of Florida
Lois A Hart
My Commission DD838200
Expires 01/12/2013

Notary Public

State of Florida at Large My Commission Expires:

APPHOYEL AND FILED

To: The Department of State

Tallahassee, Florida 32304

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMESTICE FLORIDA FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

GLOBAL WASTE SERVICES, INC., with its place of business at 703 Hennis Road, Winter Garden, FL 34787, has named PETER J. MUNSON located 1611 Harden Boulevard, Lakeland, Florida 33803, as its agent to accept service of process within Florida.

Dated: November 16, 2010.

PETER J. MUNSON, Incorporator

Having been named to accept service of process for GLOBAL WASTE SERVICES, INC., at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 607 of the Florida General Corporation Act.

Dated: November 16, 2010.

PETER J. MUNSON, Registered Agent

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