

P36354

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100002317661--2

-10/10/97--01093--010

****35.00 ****35.00

100002317661--2

-10/10/97--01093--011

****105.00 ****105.00

Mech, Inc

Attwoods Environmental Florida, Inc

James Road Landfill and Recycling, Inc merging into

REF Waste Systems of North America, Inc

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☒ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other use Filing

☐ Change of R.A.

☐ Fic. Name

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THANKS, MELANIE @

EFFECTIVE DATE
9-30-97

10/2

Jon Merger

RECEIVED
97 SEP 29 PM 1:18
DIVISION OF CORPORATION

FILED

97 SEP 29 PM 4:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P36354

ARTICLES OF MERGER
Merger Sheet

MERGING:

ATTWOODS ENVIRONMENTAL OF FLORIDA, INC., a Florida corporation,
L04094

JONES ROAD LANDFILL AND RECYCLING, INC., a Florida corporation,
L19799

MEDX, INC., a Florida corporation, M38538

into

BFI WASTE SYSTEMS OF NORTH AMERICA, INC., a Delaware corporation
P36354

File date: September 29, 1997 , effective September 30, 1997

Corporate Specialist: Joy Moon-French



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1997

✓ 10m. C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: BFI WASTE SYSTEMS OF NORTH AMERICA, INC.
Ref. Number: P36354

We have received your document for BFI WASTE SYSTEMS OF NORTH AMERICA, INC. and check(s) totaling \$140.00. However, your check(s) and document are being returned for the following:

The date of signature must be a date on or prior to submission of the document to this office for filing.

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

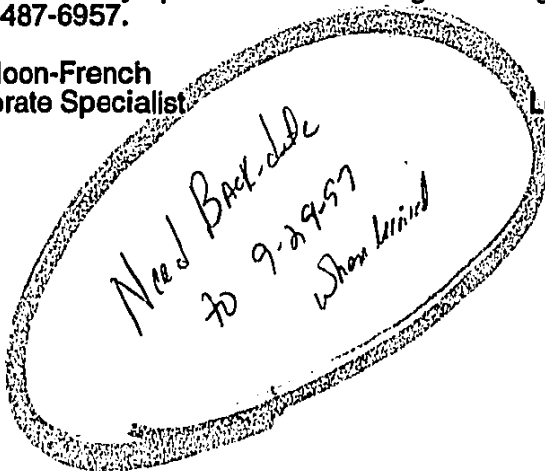
The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

✓ 10. Joy Moon-French
Corporate Specialist

Letter Number: 597A00048070



**ARTICLES OF MERGER
OF
ATTWOODS ENVIRONMENTAL OF FLORIDA, INC.;
JONES ROAD LANDFILL AND RECYCLING, INC.;
AND
MEDX, INC.
INTO
BFI WASTE SYSTEMS OF NORTH AMERICA, INC.**

FILED

97 SEP 29 PM 4:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporations, pursuant to Section 607.1104 of the Florida Business Corporation Act, hereby execute and adopt the following Articles of Merger:

FIRST: BFI Waste Systems of North America, Inc. is a corporation organized under the laws of the State of Delaware owning one hundred percent of the shares of Attwoods Environmental of Florida, Inc., Jones Road Landfill and Recycling, Inc. and Medx, Inc., all being corporations organized under the laws of the State of Florida.

SECOND: The following plan of merger was adopted by the sole Director of BFI Waste Systems of North America, Inc., on *September 24, 1997*.

- A. The name of the merged corporations are:
Attwoods Environmental of Florida, Inc., a Florida corporation
Jones Road Landfill and Recycling, Inc., a Florida corporation
Medx, Inc., a Florida corporation
- B. The name of the surviving corporation is:
BFI Waste Systems of North America, Inc., a Delaware corporation
- C. BFI Waste Systems of North America, Inc. shall be the surviving corporation and does hereby merge with and into itself, Attwoods Environmental of Florida, Inc., Jones Road Landfill and Recycling, Inc. and Medx, Inc. (hereinafter collectively referred to as the "Merged Corporations"). The Articles of Incorporation and By-Laws of BFI Waste Systems of North America, Inc. shall be the Articles of Incorporation and By-Laws of the Surviving Corporation.
- D. On the effective date of the merger, each share of the issued and outstanding stock of each of the Merged Corporations shall forthwith be canceled and no shares of the Surviving Corporation will be issued in exchange therefor. All of the property, rights, privileges, leases and patents of each of the Merged Corporations are to be transferred to and become the property of the Surviving Corporation. The officers and sole director of each of the Merged and Surviving Corporations are authorized to execute all deeds, assignments and documents of every nature which may be needed to effectuate a full and complete transfer of ownership.
- E. The effective date of the merger for tax and accounting purposes shall be September 30, 1997.

EFFECTIVE DATE
9-30-97

Signed this 24th day of September, 1997.

BFI WASTE SYSTEMS OF NORTH AMERICA, INC.

By: _____

Eileen B. Schuler, Vice President

ATTWOODS ENVIRONMENTAL OF
FLORIDA, INC.

By: _____

Eileen B. Schuler, Vice President

JONES ROAD LANDFILL AND
RECYCLING, INC.

By: _____

Eileen B. Schuler, Vice President

MEDX, INC.

By: _____

Eileen B. Schuler, Vice President