

July 20, 1995
P95000006590

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida

RE: WASTEMASTERS OF FLORIDA, INC.

Gentlemen:

RECEIVED
JUL 24 1995
TALLAHASSEE, FLORIDA
***122.50 ***122.50

Enclosed please find original and one copy of the Articles of Incorporation for the above proposed Florida corporation. We have also enclosed a check payable to the Secretary of State in the amount of \$122.50 for chartering of this corporation, filing of the registered agent and for a certified copy of the recorded documents. We have also enclosed a prepaid Federal Express airbill and envelope for the expeditious return of the charter documents.

Thank you for your consideration.

Very truly yours,

Joseph P. Pepitone

JOSEPH PEPITONE
812 N. W. First Street
Fort Lauderdale, Florida 33311
(305) 761-1020 or Pager: 800-503-8618

RECEIVED
JUL 23 AM 8:03
TALLAHASSEE, FLORIDA

1/25/95

ARTICLES OF INCORPORATION
OF
WASTEMASTERS OF FLORIDA, INC.

FILED
SEP 23 AM 8:03
1983
TALLAHASSEE
FLORIDA

ARTICLE I - NAME

The name of the corporation is:

WASTEMASTERS OF FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE SHARES

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:
812 N. W. First Street, Fort Lauderdale, Florida 33311 and the name of the
initial Registered Agent of this corporation located at that address and is:
JOSEPH PEPITONE.

ARTICLE VII - INITIAL BOARD OF DIRECTORS OF CORPORATION

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name and address of the Initial Board of Directors is:

JOSEPH PEPITONE
812 N. W. First Street
Fort Lauderdale, Florida 33311

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

JOSEPH PEPITONE
812 N. W. First Street
Fort Lauderdale, Florida 33311

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of January, 1995.

Joseph P. Pepitone

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared before me JOSEPH PEPITONE and who identified himself to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREFORE, I have hereunto set my hand and seal in the State and County aforesaid this 11 day of January, 1995.

Charmae Lowe
NOTARY PUBLIC

My commission expires:



CHARMAE LOWE
MY COMMISSION # CC316456 EXPIRES
October 18, 1997
BONDED THRU TROY FAH INSURANCE, INC.

Identification submitted:

FD 12

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED.

FIRST THAT WASTEMASTERS OF FLORIDA, INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY
OF FORT LAUDERDALE, STATE OF FLORIDA HAS NAMED JOSEPH
PEPITONE LOCATED AT 812 N. W. FIRST STREET, FORT
LAUDERDALE, FLORIDA 33311 AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE:

Joseph P. Pepitone

DATED;

1/19/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
THIS CORPORATION 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 PERFORMANCE OF MY
DUTIES.

Joseph P. Pepitone
Registered Agent

DATE:

1/19/95

55 JAN 23 AM 8:03
STATE
FLORIDA