

P95000016293



February 23, 1995

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

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-02/27/95--01067--002
****122.50 ****122.50

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President
Hosea Bullor, Jr.
Secretary
Verberl C. Anderson
Treasurer

Members

Cornellus E. Allen
Reginald Clynne, Esq.
T. Willard Fair
Ronald E. Frazier
Howard V. Gary
Howard Hadley, Jr., N.D.
John A. Holt
George E. Hopburn, Jr.
George F. Knox, Esq.
Ken Mason
Congresswoman Carrie P. Meek
Garth C. Reaves
Neill Robinson
Dorothea Stewart
Karon Johnson Street
Elaine H. Black,
Executive Director

**RE: Articles of Incorporation -
WASTE NOT DEBRIS REMOVAL, INC.**

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, a Certificate Designating Place of Business and Registered Agent, and money order #810077294 which is in the sum of one hundred twenty-two dollars and fifty cents (\$122.50) for the filing fees.

Please file both the Articles and Certificate of Designation for the corporation and return a file-marked, certified copy of each document to the following:

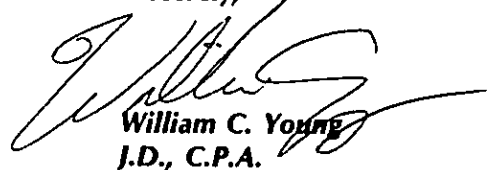
**WILLIAM C. YOUNG
J.D., C.P.A.
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, Florida 33150**

95 FEB 27 AM 11:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Thank you for your attention to this matter.

Sincerely,


**William C. Young
J.D., C.P.A.**

5/2/28

wcy/pg
Encls.

**TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.**

ARTICLES OF INCORPORATION
OF
WASTE NOT DEBRIS REMOVAL, INC.

95 FEB 27 AM 11:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is WASTE NOT DEBRIS REMOVAL, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 3050 BISCAYNE BOULEVARD, MIAMI, Florida 33137.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize

the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 3050 BISCAYNE BOULEVARD, Miami, Florida 33137, and the registered agent at that office is JOSEPH N. THOMAS.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have THREE (3) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

BRUCE HOLLIS
2420 N.W. 169th ST.
MIAMI, FLORIDA 33056

JOSEPH N. THOMAS
17300 N.W. 68th AVENUE
MIAMI, FLORIDA 33015

JEROME LESLIE
10901 S.W. 171 STREET
MIAMI, FLORIDA 33157

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation is as follows:

BRUCE HOLLIS
2420 N.W. 168th ST.
MIAMI, FLORIDA 33056

JOSEPH N. THOMAS
17300 N.W. 68th AVE.
MIAMI, FLORIDA 33015

JEROME LESLIE
10901 S.W. 171 ST.
MIAMI, FLORIDA 33157

IN WITNESS WHEREOF, WE, BRUCE HOLLIS, JOSEPH N. THOMAS and JEROME LESLIE, the undersigned incorporators, have signed these Articles of Incorporation on this 3rd day of October, 1994 and acknowledged the same to be my act.

Bruce Hollis
BRUCE HOLLIS

Joseph N. Thomas
JOSEPH N. THOMAS

Jerome Leslie
JEROME LESLIE

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 3rd day of October, 1994 by BRUCE HOLLIS, JOESPH N. THOMAS and JEROME LESLIE, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced a Florida Driver's License as identification.



OFFICIAL SEAL
AUDREY HADLEY
My Commission Expires
March 15, 1997
Comm. No. CC 266169

NOTARY PUBLIC:
SIGN: Audrey Hadley
PRINT: Audrey Hadley
STATE OF FLORIDA AT LARGE

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

FILED
95 FEB 27 11:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

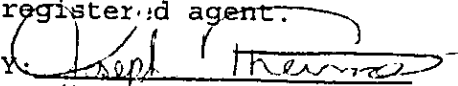
Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That WASTE NOT DEBRIS REMOVAL, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of MIAMI, County of Dade, State of Florida, has named JOSEPH N. THOMAS located at 3050 BISCAYNE BOULEVARD in the City of MIAMI, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: 
JOSEPH N. THOMAS

DATE: 10-3-94