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CR2E031(10/92)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 19, 1995

MICHAEL UDELL ATTORNEY 235 N UNIVERSITY DRIVE PEMBROKE PINES, FL 33024

SUBJECT: INTERNATIONAL WASTE CONTROL, INC.

Ref. Number: W95000012462



We have received your document for INTERNATIONAL WASTE CONTROL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 495A00030023

MICHAEL BENNETT UDELL

235 N. UNIVERSITY DRIVE PEMBROKE PINES, FLORIDA 33024 TELEPHONE (305) 964-1744 TELEFAX (305) 964-5409 • RESPOND TO •

P.O. BOX 841207
PEMBROKE PINES, FL 33084

June 23, 1995

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: INTERNATIONAL WASTE CONTROL TYRESLASH, INC. Ref. Number: W95000012462

Gentlemen:

We have received your letter dated June 19, 1995 wherein you stated that the first corporate name we chose was not available. We are resubmitting the Articles of Incorporation with a new corporate name of International Waste Control Tyreslash, Inc.

Please note that Jose Pardo, who is director/president of Tomari Enterprises Inc. d/b/a International Waste Control Tyreslash, wants to form a new corporation under the name of International Waste Control Tyreslash, Inc.

If you have any problems with this transaction, please contact us.

Very truly yours,

~MICHAEL B. UDELL

MBU/nc

Enclosure

F. CHESSER JUN 2 6 1995

ARTICLES OF INCORPORATION OF INTERNATIONAL WASTE CONTROL TYRESLASH, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida. Incorporated by reference into the Articles of Incorporation are all amendments and modifications to Chapter 607 Florida Business Corporations Act effective July 1, 1990.

EFFECTIVE GATE

ARTICLE I

NAME OF CORPORATION

The name of the corporation is INTERNATIONAL WASTE CONTROL TYRESLASH, INC.

ARTICLE II NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is as follows:

- (a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and be erected on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands owned, held or occupied, and to encumber or dispose of any land, or interest in lands, and any buildings or other structures, at any time owned or held the by the corporations To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved, or any right or interest therein.
- (b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful, in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by this corporation.
- (c) To carry on in any capacity any business or trade deemed legal in the State of Florida.
- (d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (f) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any business legal in the State of Florida.
- (g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated

-1-

to facilitate the same.

- (i) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.
- (j) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in this Article shall be regarded as independent objects and powers.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and nonvoting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is not specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this corporation at any regular of special meeting.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$1,000.

ARTICLE V TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI ADDRESS

The initial street address of the principal office of the corporation is to be at: 1501 N.W. 12th Avenue, Pompano Beach, Florida 33060.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII RESIDENT AGENT

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said act: That International Waste Control Tyreslash, Inc. desiring to organize

under the 1 vs of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Pompano Beach, County of Broward, has named MICHAEL B. UDELL, located at 235 North University Drive, Pembroke Pines, Florida 33024, as its agent to accept service of process within this State.

..CKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

REGISTERED AGENT

ARTICLE VIII DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE IX INITIAL DIRECTORS

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

MARIA V. PARDO 11130 S.W. 50th Terrace Miami, Florida 33165

JOSE A. PARDO 11130 S.W. 50th Terrace Miami, Florida 33165

DARIO COBAS 235 North University Drive Pembroke Pines, Florida 33024

ARTICLE X SUBSCRIBERS

The names and street addresses of the subscribers to these articles of incorporation, the number of shares agreed to take and the value of the consideration therefore are as follows:

NAME MARIA V. PARDO	ADDRESS NUMB 11130 S.W. 50 Terr. Miami, FL 33165	ER OF SHARES	**************************************
JOSE A. PARDO	11130 S.W. 50 Terr. Miami, FL 33165	400	\$400.00
DARIO COBAS	235 N. University Dr. Pembroke Pines, FL 33024	400	\$400.00
ZULY COBAS	235 N. University Dr. Pembroke Pines, FL 33024 ARTICLE XI EFFECTIVE DATE	100	\$100.00

These articles of incorporation shall be effective on the 33° day of _______, 19 $\frac{\%}{}$.

ARTICLE XII

These articles of incorporation may be amended in the manner

provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these articles of incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing articles of incorporation under the Laws of the State of Florida, this and day of , 1995.

A. PARDO

-DARIO COBAS

STATE OF FLORIDA COUNTY OF BROWDARD

BEFORE ME, the undersigned notary public, personally appeared MARIA V. PARDO, JOSE A. PARDO, and DARIO COBAS to me well known to me to be the individual(s) described in and first being sworn, executed the foregoing articles of incorporation and acknowledged before me that they executed the same for the purposes therein stated. The foregoing instrument was acknowledged before me this date by MARIA V. PARDO, JOSE A. PARDO and DARIO COBAS who is/are personally known to me and produced a driver's license as identification and did (did not) take an oath.

WITNESS my hand and official seal in the County and State

NOTARY PUBLIC

Articles prepared by: MICHAEL B. UDELL, ESQUIRE 235 N. University Drive Pembroke Pines, Florida 33024

MICHAEL B. UDELL MY COMMISSION / CC 207626 EXPIRES

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JULY 9, 1996
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