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TALLAHASSEE, FLORIDA

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

1000001650551  
-01/17/96--01043--023  
\*\*\*\*\*20.00 \*\*\*\*\*70.00

1000001650551  
-01/17/96--01043--024  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

*Environmental Waste Systems of Palm Beach, Inc.*

☒ Profit A.I.S. of Inc.

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

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DIVISION OF REGISTRATION

CR2E031 (1-89)

RECEIVED JAN 17 1996

ARTICLES OF INCORPORATION  
OF  
ENVIRONMENTAL WASTE SYSTEMS OF PALM BEACH, INC.

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TALLAHASSEE, FLORIDA

To form a corporation under and in accordance with the provisions of Chapter 607, Florida Statutes for the formation of corporations, the undersigned, does hereby organize and establish a corporation for the purposes and with the powers hereinafter set forth, and to accomplish that objective the undersigned does hereby make, adopt and subscribe these Articles of Incorporation, to-wit:

ARTICLE I.  
NAME OF CORPORATION

The name of the Corporation shall be:  
ENVIRONMENTAL WASTE SYSTEMS OF PALM BEACH, INC.

ARTICLE II.  
PURPOSES

- The purposes for which the Corporation is formed are:
- (a) To conduct the business of solid waste disposal, recycling and all other business related thereto.
  - (b) To acquire and dispose of real and personal property.
  - (c) To conduct all other business permitted to be conducted by corporations under the laws of the State of Florida.

ARTICLE III.  
ADDRESS

The mailing address of the Corporation is:

4300 Ravenswood Road  
Miramar, Florida 33083  
Attention: Carlo Cassagrande

ARTICLE IV  
POWERS

In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida, and the purposes set forth herein, it is expressly provided that the corporation shall have the following powers:

(a) to enter into, make and perform contracts of every sort and kind with any person, firm, association, corporation, authority, municipality, body politic, county, state, or with the Federal Government or any agency or instrumentality thereof;

(b) to issue bonds or other obligations of the corporation, and to contract indebtedness, incur liabilities and borrow money without limit as to amount for any of the purposes of the corporation and to secure the same to the extent necessary by mortgage, deed or deeds of trust, or pledge or lien on any or all of the real or personal property, or both, or right, title and interest therein, of the corporation;

(c) to acquire, own, hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of mortgages, notes, evidences of indebtedness, and all other securities or choses in action issued or created by any person, firm, association, corporation, authority, municipality, body politic, county, state, or with the Federal Government or any agency or instrumentality thereof;

(d) to acquire, by lease, gift, devise, bequest, purchase, or otherwise, real or personal property or any interest therein from others and to own, hold, improve, use, or otherwise deal in and with such real and personal property, or any interest therein, wherever situated;

(e) to sell, lease, sublease or otherwise dispose of or make available to any person, firm, association, corporation, authority, municipality, body politic, county or state or to the Federal Government or any agency or instrumentality thereof or any estate or interest therein acquired by the corporation;

(f) to do everything necessary, proper, convenient or incident to effect any or all of the purposes for which the corporation is organized; and

(g) without limiting the generality of the foregoing, the corporation shall have all the powers, privileges, rights, and immunities necessary or convenient for carrying out the purposes for which this corporation is formed, and all of the benefits, privileges, rights and powers created, given, extended or conferred now or hereafter, by the provisions of all applicable laws of the State of Florida pertaining to not for profit corporations, or any additions to or amendments thereto.

#### ARTICLE V. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence upon the filing of these Articles of Incorporation.

ARTICLE VI.  
DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE VII.  
TYPE OF CORPORATION

The Corporation shall be a for profit corporation and shall have capital stock and stockholders.

ARTICLE VIII  
OFFICERS

The affairs of the corporation are to be managed by the President, assisted by the Vice President, the Secretary of and Treasurer.

The Board of Directors shall annually elect the President, Vice President, Secretary and Treasurer.

The names of the officers who are to serve until the first election of officers or until their successors are elected and have qualified, or until their earlier resignation, removal from office or death, as follows:

Dominic Marzano	President
Albert Cassagrande	Secretary
Carlo Cassagrande	Treasurer

ARTICLE IX.  
MEETINGS

Annual meetings of the officers and directors of the corporation shall be held on March 1 commencing March 1, 1996.

ARTICLE X.  
DIRECTORS

The name and address of each person who is to serve as an initial officer of the Corporation are set forth below:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Dominic Marzano	President	4300 Ravenswood Road Miramar, Florida 33083

Albert Cassagrande	Secretary	4300 Ravenswood Road Miramar, Florida 33083
Carlo Cassagrande	Treasurer	4300 Ravenswood Road Miramar, Florida 33083

Subsequent and additional directors shall be appointed in the manner provided in the Bylaws of the Corporation. Each director shall have one vote for the election of officers and directors and in the conduct of all the business of the corporation.

The number of Directors may be increased or decreased from time to time by Bylaws adopted by the Board of Directors, but shall never be less than three (3).

**ARTICLE XI.**  
**BYLAWS**

The first Board of Directors of the Corporation shall adopt bylaws consistent with these Articles of Incorporation. Thereafter, the bylaws may be altered or rescinded by the directors or the members in the manner provided by such bylaws.

**ARTICLE XII.**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is c/o Cunningham & Self, P.A., 450 Australian Avenue South, Suite 400, West Palm Beach, Florida 33401, and the initial registered agent of the Corporation at that address is David C. Self, II.

**ARTICLE XIII.**  
**INCORPORATOR**

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
David C. Self, II, Esquire	c/o Cunningham & Self, P.A. Suite 400 450 Australian Avenue South West Palm Beach, Florida 33401

The incorporator of the Corporation assigns to the Corporation his rights under Section 607, Florida Statutes, to constitute a corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE XIV.  
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the members; provided that (a) notice of the proposed action relating to these Bylaws is included in the notice of the meeting or is waived in writing by a majority of the directors or members as appropriate; (b) any such amendment that would adversely affect the rights of the owners of outstanding certificates or bonds issued in connection with a financing must be approved by the appropriate trustee; and (c) the Board of Directors may not amend or repeal any bylaw adopted by the members if the membership specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE XV.  
AMENDMENT

The Corporation reserves the right to alter, amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by an affirmative vote of the majority of the total number of members of the Board of Directors at any regular or special meeting of the Board of Directors; provided, however, that any such amendment that would adversely affect the rights of the owners of outstanding certificates or bonds issued in connection with a financing must be approved by the appropriate trustee.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16<sup>th</sup> day of January, 1996.

  
\_\_\_\_\_  
David C. Self, II

ACKNOWLEDGEMENT OF DESIGNATION AS AGENT  
UPON WHOM MAY BE SERVED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR GLADES COUNTY CORRECTIONAL FACILITIES FINANCING CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.

SIGNATURE: *David C. J. M.*

CUNNINGHAM & SELF, P.A.  
Reflections, Suite 400  
450 Australian Avenue South  
West Palm Beach, Florida 33401

DATE: *January 16, 1996*

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STATE  
TALLAHASSEE, FLORIDA

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ENVIRONMENTAL WASTE SYSTEMS  
of PALM BEACH COUNTY, INC.  
"Your Ecology Mindad Company"

P.O. Box 1683, Lake Worth, Florida 33460  
Palm Beach: (407) 588-5223 • Broward: (954) 360-7595 • Fax: (407) 588-5931

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October 17, 1996

Address Change  
Dept. of Corporation  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Environmental Waste Systems  
of Palm Beach, Inc.  
#P 96000004962

Dear Sir or Madam:

Please change our Corporate Address as follows:

ENVIRONMENTAL WASTE SYSTEMS OF PALM BEACH, INC.  
1831 2nd Avenue North  
Lake Worth, Florida 33461

Please leave all of the remaining information the same.

Sincerely,

ENVIRONMENTAL WASTE SYSTEMS  
OF PALM BEACH, INC.

  
Dominic Marzano

DM/pk

Upd.  
10/24/96