

P96000013807

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED No. 52280
RE: C + W Environmental

Services, Inc. 96 FEB 14 AM 11:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Capital ExpressSM
☐ Art. of Inc. File
☐ Corp. Record Search
☐ Ltd. Partnership File
☐ Foreign Corp. File
☒ () Cert. Copy(s)

☐ Art. of Amend. File
☐ Dissolution/Withdrawal
☐ C U B
☐ Fictitious Name File

☐ Name Reservation
☐ Annual Report/Statement
☐ Reg. Agent Service
☐ Document Filing

☐ Corporate Kill
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval

900001714549
-02/14/96-01016-021
****122.50****122.50

☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ File No.'s _____ Copies
☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prep.
☐ FAX () pgs.

SUBTOTALS _____

FEE.....
DISBURSED.....
SURCHARGE.....
TAX on corporate supplies.....
SUBTOTAL.....
PREPAID.....
BALANCE DUE.....

RECEIVED
96 FEB 14 AM 10:08
DIVISION OF CORPORATE REGISTRATION

REQUEST TAKEN CONFIRMED APPROVED

DATE 2/14

TIME 12:00

BY DD

CK No. _____

WALK-IN
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
C & W ENVIRONMENTAL SERVICES, INC.

FILED
96 FEB 14 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is **C & W ENVIRONMENTAL SERVICES, INC.**

ARTICLE II - Principal Office
and Mailing Address of the Corporation

The address of the principal office of the corporation is 100 East Main Street, Lakeland, Florida 33801 and its mailing address is Post Office Box 24628, Lakeland, Florida 33802.

ARTICLE III - Commencement and Duration

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

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

ARTICLE V - Stock

The corporation is authorized to issue ten thousand (10,000) shares of \$0.25 par value common stock, which shares shall be a single class.

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of

unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
Dennis P. Johnson	100 East Main Street Lakeland, Florida 33801

ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation are:


Name Address

Dennis P. Johnson 100 East Main Street
Lakeland, Florida 33801

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 100 East Main Street, Lakeland, Florida 33801 and the name of the initial registered agent of the corporation at that address is Dennis P. Johnson.

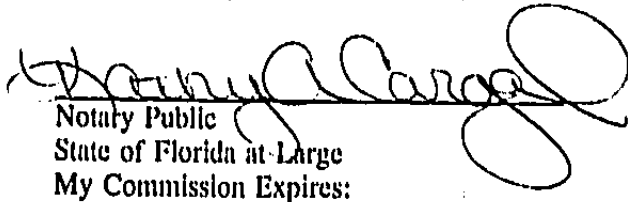
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles
of incorporation this 13th day of February, 1996.

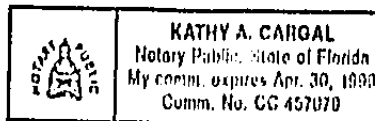
6. 
DENNIS P. JOHNSON, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DENNIS P. JOHNSON, who is personally known to me or ~~who has produced~~ _____ as identification.

WITNESS my hand and official seal this 13th day of February, 1996, at Lakeland, Florida.


Notary Public
State of Florida at-Large
My Commission Expires:



To: The Department of State
Tallahassee, Florida 32304

FILED

96 FEB 14 AM 11:16

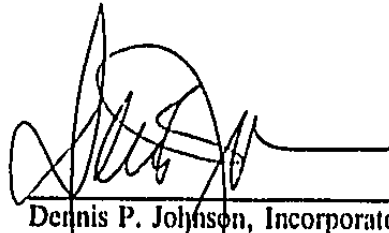
SECRETARY OF STATE
FLORIDA

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

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

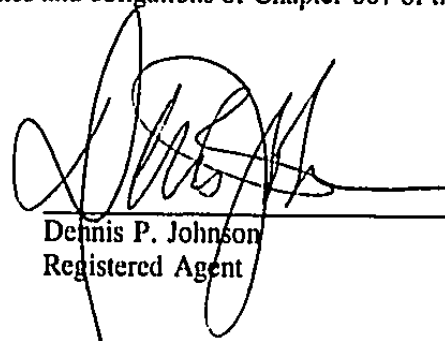
C & W ENVIRONMENTAL SERVICES, INC., with its place of business at 100 East Main Street, Lakeland, Florida 33801, has named Dennis P. Johnson, at that address as its agent to accept service of process within Florida.

Dated: February 13, 1996.


Dennis P. Johnson, Incorporator

Having been named to accept service of process for the above-stated 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 and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 607 of the Florida General Corporation Act.

Dated February 13, 1996.


Dennis P. Johnson
Registered Agent

PETERSON & MYERS, P.A.

ATTORNEYS AT LAW

J. HARDIN PETERSON, P.L. DR. (1904-1978)
MICHAEL W. CHESTNUT (1941-1991)

PHILIP O. ALLEN
JACK P. BRANDON
BEACH A. BROOKS, JR.
J. DAVIS COLLIER
MICHAEL B. CRAIG
ROY A. CRAIG, JR.
JACOB C. DYKHOORN
DENNIS P. JOHNSON
KEVIN C. KNOWLTON
DOUGLAS A. LOCKWOOD, III
H. CRAIG MADSEY
PETER J. MURSON
CORNEAL D. MYERS
CORNELIUS D. MYERS, III
ROBERT C. PUTERbaugh
ADEL A. PUTNAM
THOMAS D. PUTNAM, JR.
DEBORAH A. RUBEN
STEPHEN H. BENH
ANDREA TEVES SMITH
KEITH H. WADSWORTH
KERRY M. WILSON

P.O. BOX 1079
LAKE WALES, FLORIDA 33899-1079
130 EAST CENTRAL AVENUE
LAKE WALES, FLORIDA 33893
(841) 676-7811
(841) 683-8942
FAX 878-0843

P.O. BOX 24628
LAKELAND, FLORIDA 33802-4628
100 EAST MAIN STREET
LAKELAND, FLORIDA 33801
(841) 683-6811
(841) 676-8934
FAX 882-8031

P.O. DRAWER 7608
WINTER HAVEN, FLORIDA 33883-7608
141 8TH STREET, NW, SUITE 300
WINTER HAVEN, FLORIDA 33881
(841) 884-3380
FAX 884-3498

PLEASE REPLY TO:
Lakeland
June 5, 1996

FILED
JUN 10 AM 11:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

000001858310
-06/11/96--0114--016
*****35.00 *****35.00

Re: C & W Environmental Services, Inc.

Gentlemen:

Enclosed herewith for filing please find executed Certificate Changing Registered Agent and Registered Office for Service of Process within the State of Florida. A check in the amount of \$35.00 is also enclosed for filing fees in this regard.

It would be appreciated if you would furnish me confirmation of this change.

Thank you for your assistance.

Sincerely yours,

Dennis P. Johnson

DPJ/kac
Enclosures

RA Chg.

VS JUN 18 1996

CERTIFICATE CHANGING REGISTERED AGENT
AND REGISTERED OFFICE FOR SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA
OF
C & W ENVIRONMENTAL SERVICES, INC.


FILED
96 JUN 10 AM 11:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with Chapter 607 of the Florida Statutes, the following is submitted:

1. C & W Environmental Services, Inc., a Florida corporation, has changed its registered office to 317 Enterprise Street, Ocoee, Florida 34761.
2. The street address of the registered office as changed, and the street address of the business office of the registered agent, are identical.
3. The registered agent for the corporation has been changed from Dennis P. Johnson to Charles W. Creeden.
4. The Board of Directors of C & W Logistics, Inc. have authorized the above change.


DATED this 5th day of June, 1996.

C & W ENVIRONMENTAL SERVICES, INC.

By: 
Charles W. Creeden
President

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.

C & W ENVIRONMENTAL SERVICES, INC.

By: 
Charles W. Creeden
Registered Agent