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LAW OFFICES OF
A AGGRESSIVE ATTORNEYS
FEINMAN & FEINMAN
A PROFESSIONAL ASSOCIATION

SUITE 1100
EXECUTIVE COURT AT INVERHAY
4400 NORTH UNIVERSITY DRIVE
LAUDERHILL, FLORIDA 33001

April 16, 1996

MICHAEL S. FEINMAN
DAVID I. FEINMAN
(904) 960-0000

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32301

EFFECTIVE DATE
4-11-96

RE: American Waste And Recycling Corp.

To Whom It May Concern:

Enclosed you will find original and one copy of the Articles of Incorporation of the above-referenced corporation along with a check in the amount of \$122.50 representing the necessary filing fees and costs. Please return a certified copy back to our office.

Very truly yours,

FEINMAN & FEINMAN, P.A.


Michael S. Feinman

MSF:lg
[BM/AmerWast]

FILED
65 APR 22 1996
TELEPHONE 1065 741-2000
FAX 10641 741-2100
HOCK HATCH 14071 338-0000

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ARTICLES OF INCORPORATION

OF

AMERICAN WASTE AND RECYCLING CORP.

ARTICLE I. CORPORATE NAME

The name of this corporation is American Waste and Recycling Corp.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of subscription and acknowledgment of the articles of incorporation provided the articles are filed by the Department of State within five (5) days thereof.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Michael S. Feinman, Esquire
4300 North University Drive
Suite B-100
Lauderhill, Florida 33351

The board of directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

The corporation shall have not less than one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name of the initial director of this corporation and his street address is:

William M. Murphy
4300 North University Drive
Suite D-103
Lauderhill, Florida 33351

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STATE OF FLORIDA
DEPARTMENT OF STATE

The person named as the initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these articles of incorporation as the incorporator is:

William M. Murphy
4300 North University Drive
Suite D-103
Lauderhill, Florida 33351

ARTICLE IX. AMENDMENT

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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing articles of incorporation on the 11th day of April, 1996.

William M. Murphy
Incorporator


STATE OF FLORIDA:

COUNTY OF BROWARD:

BEFORE ME, a Notary Public, personally appeared, William M. Murphy, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 11th day of April, 1996.

James N. Beattie
Notary Public
State of Florida at Large

My Commission Expires:

 JAMES N. BEATTIE
COMMISSION # CC 451841
EXPIRES MAY 14, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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

In compliance with Section 48.091, Florida Statutes, the following
is submitted:

That American Waste And Recycling Corp., desiring to organize under
the laws of the State of Florida, with its principal office, as
indicated in the Articles of Incorporation, at 4300 N. University Drive,
Lauderhill, Broward County, State of Florida, 33314 has named Michael S.
Feinman located at 4300 North University Drive, Suite B-100, Broward
County, Florida 33351, as its agent to accept service of process within
this state.

Wille - W. Murphy
By: William M. Murphy, Incorporator
Dated: April 11, 1996

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named
corporation, at the place designated in this certificate, the
undersigned agrees to act in this capacity, and agrees to comply with
provisions of Florida law relative to keeping the designated office
open.

Michael S. Feinman
Registered Agent

By: Michael S. Feinman
Michael S. Feinman

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26 APR 22 AM 10:09
TALLAHASSEE, FLORIDA