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TRANSMITTAL LETTER

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

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
05 MAY 17 PM 12:49

SUBJECT: WASTE TRANSFER, INC.

(Proposed corporate name - must include suffix)

1000016143.75.1
-05/31/96--01034--013
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

Paula Potter

Name (printed or typed)

19655 East Country Club Drive Suite 302

Address

Aventura, FL 33180

City, State & Zip

1(305)291-9246

Daytime Telephone number

5/5/23

NOTE: Please provide the original and one copy of the articles.

PAULA POTTER

April 18, 1996

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

**RE: WASTE TRANSFER, INC.
APPLICATION FOR RESERVATION OF CORPORATE NAME (\$35.00 CHECK)
TRANSMITTAL LETTER, ARTICLE OF INCORPORATION 4 (\$131.25 CHECK)
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ OFFICE**

Dear Sir/ Madame,

Please find enclosed the above referenced information. Please review and record these articles. Upon acceptance please send me copies for my corporate record book.. I have enclosed a check in the amount of thirty five dollars for the name reservation and a check for one hundred and thirty one dollars and twenty five cents for the filing fee, certified copy and certificate.

If you have need for further information please contact me. Kind regards.

Sincerely,



Paula Potter
Incorporator

PAULA POTTER

April 18, 1996

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

**RE: THEODORE FOSTER WRITTEN CONSENT TO SUBMIT ARTICLES OF
INCORPORATION ON MY BEHALF**

Dear Sir/ Madame,

I Paula Potter, Incorporator of WASTE TRANSFER, INC., hereby give consent for Theodore Foster to submit my Article of Incorporation on my behalf. I have reviewed all of the enclosed information, approved and signed all document.

If you have need for further information please contact Theodore Foster or me at 1(800)250-6375. Kind regards.

Sincerely,

A handwritten signature in cursive script that reads "Paula Potter". The signature is written in dark ink and is positioned above a horizontal line.

Paula Potter
Incorporator

(STATE OF FLORIDA)
(DADE COUNTY)

ARTICLES OF INCORPORATION

OF

WASTE TRANSFER, INC.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 MAY 17 PM 12:49

The undersigned individual, acting as the incorporator of a corporation under the Florida Business Corporation Act pursuant to Chapter 607 of the Florida Statutes as amended, hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I: NAME AND PURPOSE

The name of the corporation shall be WASTE TRANSFER, INC. The purpose or purposes for which the corporation is organized are to perform any and all functions related to, or pertaining to, or related to the Waste management, Waste recycling and distribution industry. To act and perform Waste management, Waste recycling and distribution of general waste products, medical waste products, chemical waste products and hazardous waste products as a general contractor and/or subcontractor of all products, techniques and procedures pertaining to the Waste management, Waste recycling and distribution industry. To sell to the public and private at large. To sell to federal, state, and municipal governmental agencies.

To do all work incidental thereto, or connected therewith, and the doing and performing of all acts or procedures necessary, proper, or client for or incidental to the furtherance of the carrying out of the powers or purposes herein mentioned.

To buy, sell, employ and deal in, either for itself or as an agent for others waste management contractors regarding property and equipment. To buy, sell at retail or wholesale and trade in, barter and exchange new and used equipment, vehicles, equipment and personal property for the purposes of operating a waste management concern. To act as a real estate concern. To purchase, lease, manage and sell real property And to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any objects, or the furtherance of any of the powers herein set forth, either along or in association with other corporations, firms, or individuals; provided the same be not inconsistent with the laws of the State Of Florida. And under the Florida Business Corporation Act.

ARTICLE II: DURATION AND ADDRESS

The period of its duration is perpetual.

The principle place of business and mailing address of this corporation shall be: 19655 East Country Club Drive Suite 302
Aventura FL 33180.

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100. The aggregate number of shares which the corporation shall have authority to issue is one hundred (100) shares of common stock of par value of one dollar (\$1.00) each, being a total of one hundred dollars (\$100.00) authorized capital stock.

All of the stock shall be common stock and none shall be preferred stock or stock of a different class.

Provisions for the regulation of the internal affairs of the corporation are:

(A) No shareholder of the corporation shall have preemptive rights to purchase any shares of any issuance of the corporation.

(B) The corporation shall have the right to purchase, take, receive, or otherwise acquire, hold, own, pledge, and transfer or otherwise dispose of its own shares, to the extent of its unreserved and unrestricted capital surplus available therefore;

(C) The initial Bylaws of the corporation shall be adopted by the shareholders. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors; provided however, that the Board of Directors may not alter, amend, or repeal any bylaw establishing what constitute a quorum at shareholders' meetings.

(D) Directors of the corporation need not be shareholders of the corporation and need not be resident of the State of Florida.

(E) The Board of Directors may from time to time distribute to the shareholders out of the capital surplus of the corporation a portion of the corporation's assets, in cash or property, in the manner prescribed by and subject to the limitations imposed by the Florida Business Corporation Act.

ARTICLE IV: REGISTERED OFFICE/REGISTERED AGENT

The initial registered office address is 19655 East Country Club Drive Suite 302 Aventura, Florida 33180. The initial registered agent is Paula Potter.

ARTICLE V: DIRECTORS AND INCORPORATORS

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name(s) and address of the person(s) who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Paula Potter	19655 East Country Club Dr. Suite 302 Aventura, FL 33180

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Paula Potter	19655 East Country Club Dr. Suite 302 Aventura, FL 33180

The undersigned incorporator has executed these Articles of
Incorporation this 18th day of April, 1996


Paula Potter, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: WASTE TRANSFER, INC.

2. The name and address of the registered agent and office is:

Paula Potter

(NAME)

19655 East Country Club Drive Suite 302

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Aventura, FL

33180

(CITY/STATE/ZIP)

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.

Paula Potter

(SIGNATURE)

4-18-96

(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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