

P96000047101

H. FRANK WINN, JR.

ATTORNEY AT LAW  
202 SOUTH ALCAHUE STREET  
SEVILLE SQUARE  
PENSACOLA, FLORIDA 32501

FILED

96 MAY 28 PM 12:39

May 24, 1996

STATE  
TALLAHASSEE, FLORIDA  
TELEPHONE (904) 494-6222

Secretary of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, FL 32301

700001843527  
-05/30/96--01005--012  
\*\*\*\*122.50 \*\*\*\*122.50

Re: GFD CONTAINER DIVISION, INC.

Dear Sir:

please find enclosed original and one copy each of  
Articles of Incorporation and Registered Agent's Certificate.

Also enclosed is check in the amount of \$122.50 as  
follows:

Filing fee -----	\$ 35.00
Certified copy -----	52.50
Registered Agent fee -----	35.00
<b>Total -----</b>	<b>\$122.50</b>

Please file the original of the enclosed Articles of  
Incorporation and Registered Agent's Certificate and return a  
certified copy to the undersigned.

Very truly yours,



H. FRANK WINN, JR.

HFwjrc/jkf

Encs.

PH  
6/4/96

**FILED**

96 MAY 28 PM 12:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
GFD CONTAINER DIVISION, INC.

EFFECTIVE DATE  
5/21/96

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I: NAME**

The name of the corporation is: GFD CONTAINER DIVISION, INC.

**ARTICLE II: NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting all lawful business for which corporations may be incorporated under the laws of Florida. The business to be transacted shall include, but not be limited to, hauling and waste container services, and to manufacture, purchase, or otherwise acquire and to own, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

**ARTICLE III: CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV: TERM OF EXISTENCE**

This corporation shall have perpetual existence and its

existence shall commence on the date of execution and acknowledgment of these articles.

ARTICLE V: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI: PRINCIPAL OFFICE/MAILING ADDRESS

The principal office of the corporation is 8777 Ashland Avenue, Pensacola, FL 32534. The mailing address of the corporation is 8777 Ashland Avenue, Pensacola, FL 32534.

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation, which is the same as the principal office and mailing address of the corporation, is 8777 Ashland Avenue, Pensacola, FL 32534, and the registered agent of this corporation at that address is ANTHONY J. GREEN, SR.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

LONNIE J. KING  
6850 Pine Forest Road  
Pensacola, FL 32526

ANTHONY J. GREEN, SR.  
470 East Ensley Street  
Pensacola, FL 32514

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

II. FRANK WINN, JR.  
322 South Alcaniz Street  
Pensacola, FL 32501

ARTICLE X: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: TRANSFER OF STOCK

No stockholder, the executor or administrator of any deceased stockholder shall transfer stock in this company without first notifying the company of the name of the proposed transferee and obtaining the consent of the Board of Directors for said transfer. The Board shall have the right to refuse to make such transfer under limitations and provisions of the corporate By-Laws. Furthermore, the stockholders of this corporation may include in any agreement between themselves any limitations upon the transferability, pledge or assignment of the corporate stock, as well as to confer upon the stockholders pre-

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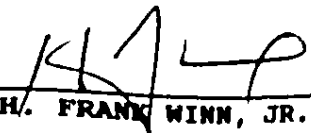
OFFICE OF STATE  
TALLAHASSEE, FLORIDA

corporate stock, as well as to confer upon the stockholders the preemptive rights of purchase as conditions precedent to the sale of stock.

ARTICLE XII: CORPORATE STOCK LIEN

This corporation shall have a first and prior lien upon any and all of its outstanding shares of capital stock and upon dividends earned thereon for any indebtedness owing by the owner of any of said stock to the corporation. The said lien shall cover any indebtedness whether due or to become due; whether now existing or which may hereafter be created; whether contingent or fixed; and whether primary or secondary.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, on this 24th of May, 1996.

  
H. FRANK WINN, JR.

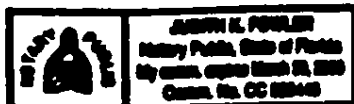
STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24th of May, 1996, by H. FRANK WINN, JR., who is personally known to me.

NOTARY PUBLIC:

Sign:   
Print: Judith K. Fowler

(SEAL)



**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

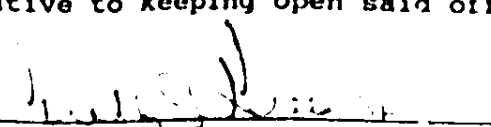
**REGISTERED AGENT'S CERTIFICATE**

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said act:

FIRST, that GFD CONTAINER DIVISION, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in Escambia County, Florida, has named: ANTHONY J. GREEN, SR., 8777 Ashland Avenue, Pensacola, FL 32514, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation at 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.

  
\_\_\_\_\_  
ANTHONY J. GREEN, SR.

Registered Agent

P96000047101

H. FRANK WINN, JR.

ATTORNEY AT LAW  
202 SOUTH ALGAMIE STREET  
SEVILLE FLORIDA  
PENSACOLA, FLORIDA 89901

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May 24, 1996

STATE  
TALLAHASSEE, FLORIDA  
TELEPHONE (904) 488-6200  
TELECOPIER (904) 488-6200

Secretary of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, FL 32301

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H. FRANK WINN, JR.

HFwjrr/jkf

Encs.

BH  
6/4/96

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GFD CONTAINER DIVISION, INC.

EFFECTIVE DATE  
5/21/96

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OFFICE OF STATE  
TALLAHASSEE, FLORIDA

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existing or which may hereafter be created; whether contingent or  
fixed; and whether primary or secondary.

IN WITNESS WHEREOF, the undersigned subscriber has  
executed these Articles of Incorporation, on this 24th of May,  
1996.

  
\_\_\_\_\_  
H. FRANK WINN, JR.

STATE OF FLORIDA

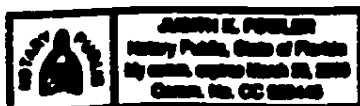
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me  
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known to me.

NOTARY PUBLIC:

Sign:   
Print: Judith K. Fowler

(SEAL)



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**REGISTERED AGENT'S CERTIFICATE**

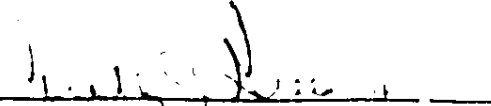
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**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation at 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.

  
\_\_\_\_\_  
ANTHONY J. GREEN, SR.

Registered Agent