LAW OFFICES

IRBY G. PUGH

218 ANNIE STREET ORLANDO, FLORIDA 32806 (407) 843-5840 FAX (407) 422-5415

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32314

RE: FLORIDA MATERIALS & RECYCLING CORPORATION

Document Number P96000070546

Dear Sir or Madam:

Enclosed herewith please find my firm's check in the amount of \$87.50. This check represents payment of the filing fee and the certified copy fee for the Articles of Amendment to Articles of Incorporation of FLORIDA MATERIALS & RECYCLING CORPORATION and the Certificate of Resident Agent.

Also enclosed is the original and one (1) copy of the Articles of Amendment to Articles of Incorporation and the original and one (1) copy of the Certificate of Resident Agent.

Please file these Articles of Incorporation and Certificate of Resident Agent and teturn a certified copy of same to this office.

Thanking you in advance for your prompt attention and cooperation in this matter.

Very truly yours,

IRBY G. PUGH

Enclosures xc: Florida Materials & Recycling Corporation

IGP/imsc



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

FILED

97 JAN 13 AM 8: 55

SECRETARY OF STATE TALLAHASSEE, FLORIDA

December 20, 1996

Irby G. Pugh, Esquire 218 Annie Street Orlando, FL 32806

SUBJECT: FLORIDA MATERIALS & RECYCLING CORPORATION

Ref. Number: P96000070546

We have received your document for FLORIDA MATERIALS & RECYCLING CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson Corporate Specialist Supervisor

Letter Number: 596A00056798

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 97 JAN 13 AM 8:55

SECRETARY OF STATE
Florida Materials & Recycling Corporation TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

(present name)

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE V - REGISTERED OFFICE AND AGENT

The principal office and mailing address of the registered office of this corporation is 2875 Wekiwa Drive, Apopka, Florida 32703; and the name of the Registered Agent of this corporation at that address is: Richard A. Bazinet.

ARTICLE VI - BOARD OF DIRECTORS

This corporation had one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the director of this corporation is: Richard A. Bazinet, President, 2875 Wekiwa Drive, Apopka, Florida 32703.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED: In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That FLORIDA MATERIALS & RECYCLING CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, mailing address, and registered office address, as indicated in this Amendment to the Articles of Incorporation, at 2875 Wekiwa Drive, in the City of Apopka, County of Orange, State of FLorida, Zip Code 32703, has named RICHARD A. BAZINET as its agent to accept service of process within this State

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: Not applicable. No shares issued.

THIRD:	The date of each amendment's adoption: November 22, 1996
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)
C	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
0	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this 5th day of December, 1996.
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Robert T. Roth
	Typed or printed name
	President
	Title

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

In pursuance of Chapter 48.091, <u>Florida Statutes</u>, the following is submitted, in compliance with said Act:

First: That FLORIDA MATERIALS & RECYCLING CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, mailing address, and registered office address, as indicated in the Articles of Incorporation, at 2875 Wekiwa Drive, in the City of Apopka, County of Orange, State of Florida, Zip Code 32703, has named RICHARD A. BAZINET as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.