

P96000091962

October 29, 1996

Department of State  
Corporate Records / Division of Corporation  
PO Box 6327  
Tallahassee, Florida 32314

Dear Secretary of State:

Enclosed please find one (1) original and a copy of the Articles of Incorporation of U.S. ENVIRONMENTAL SERVICES, INC.

Also please find a check, made payable to the Department of State, in the amount of \$122.50, which includes the statutory filing fee.

Your assistance in establishing the corporation to be known as. U.S. ENVIRONMENTAL SERVICES INC. is appreciated.

Respectfully,



Clifton K. Hawley II

100001997791--6  
-11/06/96--01050--012  
\*\*\*\*122.50 \*\*\*\*122.50

**CPSI** - CONTRACT  
PURCHASING  
SERVICES, INC.

6426 S.W. 132ND CT. CIR. MIAMI, FLORIDA 33183

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV -6 PM 12:59

11/18/96

EFFECTIVE DATE

11/01/96

FILED  
SECRETARY OF STATE  
OFFICE OF CORPORATIONS

95 NOV -6 PM 12:59

ARTICLES OF INCORPORATION  
OF  
U.S. ENVIRONMENTAL SERVICES, INC.

The undersigned incorporators hereby form a corporation under the laws of the State of Florida.

**ARTICLE I: NAME**

The name of this corporation shall be U.S. ENVIRONMENTAL SERVICES, INC.

**ARTICLE II : TERM OF EXISTENCE**

The duration of this corporation shall be perpetual or until dissolved in accordance with law.

**ARTICLE III: NATURE OF BUSINESS**

The general purposes of this corporation are to transact any or all lawful businesses for which corporations may be incorporated under the Florida Corporation Act.

**ARTICLE IV: CAPITAL STOCK**

The aggregate number of shares of capital stock which the corporation shall have authority to issue shall be one hundred shares of common stock of one class only with a par value of ten dollars per share.

**ARTICLE V: STREET ADDRESS AND REGISTERED AGENT**

The street address of this corporation's initial registered office shall be 6426 S.W. 132<sup>nd</sup> Ct. Circle, Miami, Fl. 33183, and the name of the registered agent at that address shall be Clifton K. Hawley II, and said address and said agent may be changed from time to time.

#### **ARTICLE VI : DIRECTORS AND PRESIDENT**

This corporation shall be directed initially by the incorporators named below who shall be the initial officers and directors. President and Chief Executive Officer; Clifton K. Hawley II. Secretary and Treasurer; Gustavo A. Villoldo

#### **ARTICLE VII : RESIDENCE OF INCORPORATORS AND MAILING ADDRESS OF CORPORATION.**

The incorporators of this corporation are Clifton K. Hawley II, residing at 6426 S.W. 132 Ct. Circle, Miami, Florida 33183 and Gustavo A. Villoldo, residing at 13334 S.W. 102 Terrace, Miami, Florida 33186.

The mailing address of said corporation shall be 7974 N.W. 66 Street, Miami, Florida 33166.

#### **ARTICLE VIII : DATE OF COMMENCEMENT OF OPERATIONS**

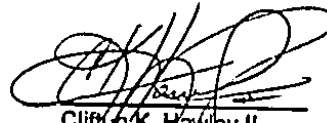
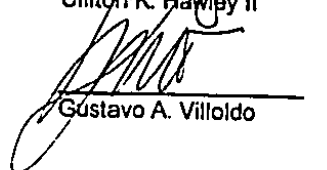
This corporation shall commence operation on November 1, 1996, or on the date these articles are filed with the Secretary of State, whichever occurs later.

#### **ARTICLE IX: AMENDMENT**

The Articles of Incorporation may be amended as provided by law.

#### **ARTICLE X: BOARD OF DIRECTORS**

This corporation may provide in the by-laws for the repurchase of the shares of stock of any stockholder who dies or ceases to be actively engaged in the corporate operations.

  
Clifton K. Hawley II  
  
Gustavo A. Villoldo

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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STATE OF FLORIDA  
COUNTY OF DADE

CLIFTON K. HAWLEY II, AND GUSTAVO A. VILLALDO acknowledged before me that  
they executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 1 day of  
November, 1991.

(Notary Seal)

*Miguel E. Estevez*  
MIGUEL E. ESTEVEZ  
Notary Public, State of Florida  
My Comm. expires Dec 27, 1997  
No. CC338423

My commission expires:

I hereby accept appointment as Registered Agent of U.S. ENVIRONMENTAL  
SERVICES, INC.

*Clifton K. Hawley II*  
Clifton K. Hawley II  
Registered Agent