

ROGER WISHNER  
Nationwide Medical Waste Management, Inc.  
10117 West Oakland Park Boulevard  
Suite 336  
Sunrise, Florida 33351  
(954) 846-0319

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-11/22/96--01067--001  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Incorporation of: NATIONWIDE MEDICAL WASTE SUPPLIES, INC.

Dear Sir or Madam:

Enclosed herewith please find the original Articles of Incorporation of Nationwide Medical Waste Supplies, Inc. together with a copy of same for certification and return to the undersigned. Also find enclosed our check in the sum of \$122.50 representing the filing fee and certification fee.

Should you have any questions or require any additional information in this regard please do not hesitate to contact the undersigned.

Thank you for your attention and cooperation in this regard.

Very truly yours,

Roger Wishner

RW:dlc  
Enclosures

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FILED  
96 NOV 28 AM 11:08  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**NATIONWIDE MEDICAL WASTE SUPPLIES, INC.**

I, the undersigned, Roger Wishner, hereby form this corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of the corporations.

**ARTICLE I - NAME**

The name of the corporation shall be:

**NATIONWIDE MEDICAL WASTE SUPPLIES INC.**

**ARTICLE II - ADDRESS**

The following is the post office address of this corporation: 10117 West Oakland Park Boulevard, Suite 336, Sunrise, Florida 33351.

**ARTICLE III - NATURE**

The general nature of the business or businesses to be transacted by the corporation is as follows: the transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Annotated 607 et seq.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be five hundred (500) shares of common stock at \$.10 par value.

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96 NOV 22 AM 11:39  
TALLAHASSEE, FLORIDA

## ARTICLE VI - DIRECTORS

This corporation shall have one (1) director. The number of directors may be increased or decreased from time to time in such a manner as may be prescribed by the by-laws, but shall never be less than one (1).

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim of liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other firm or corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors or such

members thereof as shall be present at any meeting of the Board of which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not a director or officer of such other corporation or not so interested.

#### **ARTICLE VII - INITIAL DIRECTORS**

This corporation shall have one (1) initial director. The following is the name and address of the initial director:

Roger Wishner  
10117 West Oakland Park Boulevard  
Suite 336  
Sunrise, Florida 33351

#### **ARTICLE VIII - SUBSCRIBER**

The following is the name and address of the subscriber of the Articles of Incorporation:

Roger Wishner  
10117 West Oakland Park Boulevard  
Suite 336  
Sunrise, Florida 33351

#### **ARTICLE IX - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

**ARTICLE X - REGISTERED AGENT AND REGISTERED ADDRESS**

The following individual has been designated as Registered Agent and as per Florida Statute § 48.091 to accept service of process within the State of Florida:

Roger Wishner

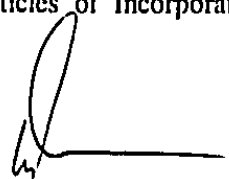
The following is the Registered Address:

10117 West Oakland Park Boulevard  
Suite 336  
Sunrise, Florida 33351

HAVING BEEN NAMED to accept service of process for the above stated corporation, at the place designated above, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Roger Wishner, Registered Agent

IN WITNESS WHEREOF, the incorporator to these Articles of Incorporation has hereunto set his hand and seal this \_\_\_\_ day of November, 1996.

  
\_\_\_\_\_  
Roger Wishner, Incorporator

STATE OF FLORIDA     )  
                              )SS:  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Roger Wishner to me well known to be the person described in and who executed and subscribed the foregoing Articles of

Incorporation, and he acknowledges before me that he executed same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at Broward County, Sunrise, Florida, this 20 day of November, 1996.

  
Notary Public, State of Florida at Large

MY COMMISSION EXPIRES:



SANDY G. PAYNTON  
My Commission C0304231  
Expires Aug. 03, 1997  
Bonded by HAI  
800-422-1555

FILED  
96 NOV 22 AM 11:39  
CLERK OF COURT  
TALLAHASSEE, FLORIDA