

P 97000010744



THE UNITED STATES
CORPORATION
COMPANY

FILED

00 DEC -6 PM 5:14

ACCOUNT NO. : 07210000000000000000

REFERENCE : 921038

AUTHORIZATION :

COST LIMIT : \$ 35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
7224934

Patricia Pijet

ORDER DATE : December 6, 2000

ORDER TIME : 12:01 PM

ORDER NO. : 921038

CUSTOMER NO: 7224934

CUSTOMER: Mark Ellis, Corp Spec.
Synagro Technologies, Inc.
Suite 1000
1800 Bering Drive
Houston, TX 77056

100003489411--2

CHANGE OF AGENT

NAME: SYNAGRO OF FLORIDA - A&J, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Mimi Stephens -- EXT# 1128

EXAMINER:

RECEIVED
00 DEC -6 PM 12:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Q COULLETTE DEC 06 2000

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: SYNAGRO OF FLORIDA - A&J, INC.
2. The mailing address of the corporation is: 1800 Bering Drive, Suite 1000, Houston, Texas 77057
3. Date of incorporation/qualification: January 30, 1997 Document number: P97000010744
4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, Florida 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Alvin L. Thomas II
(Signature of an officer, chairman or vice chairman of the board)

11/10/00
(Date)

ALVIN L. THOMAS II, Vice President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By: Deborah D. Skipper
(Signature of Registered Agent)

12-5-00
(Date)

If signing on behalf of an entity:

DEBORAH D. SKIPPER, Assistant Vice President
(Typed or Printed Name)

(Capacity)

***** FILING FEE: \$35.00 *****