LEXIS Document Services

P97000016722

ACCOUNT FILING COVER SHEET

97 FEB 21 PM 1:25
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCOUNT NUMBER: FCA000000005

REFERENCE: 1256353-1
(SUB ACCT.)

500002094075--0

DATE: 2-21-97

REQUESTER NAME: LEXIS DOCUMENT SERVICES

ADDRESS: P.O. BOX 2969
SPRINGFIELD, ILLINOIS 62708

CONTACT NAME: CYNTHIA WOODYARD (904) 877-7296

CORPORATION NAME: Metro Mix of South Florida, Inc.

AUTHORIZATION: C. Woodyard

X CERTIFIED COPY (1-9)
____ CERTIFICATE OF STATUS (1-9)
____ PLAIN STAMPED COPY

( ) CALL WHEN READY ( ) CALL IF PROBLEM ( ) AFTER 4:30
(X) WALK IN ( ) WILL WAIT ( ) PICK-UP
( ) MAIL OUT (IF APPLICABLE)

800-334-9733

D. BROWN FEB 2 1 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 1:26

ARTICLES OF INCORPORATION
OF
METRO MIX OF SOUTH FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the Corporation shall be: Metro Mix of South Florida, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address for this Corporation shall be:

2000 N.W. 110th Avenue
Miami, Florida 33178.

ARTICLE III: SHARES AND INITIAL PROPOSED ISSUANCE

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: 10,000 common shares, $10.00 par value. The number of shares initially proposed to be issued is 1,000 common shares, $10.00 par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent is:

Lexis Document Services, Inc.
3953 WW Kelley Road
Tallahassee, Florida 32311.

ARTICLE V: INCORPORATOR

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

Martin Ozinga, III
15959 South 108th Avenue
Orland Park, Illinois 60462.

ARTICLE VI: NUMBER OF DIRECTORS AND INITIAL DIRECTORS

The number of Directors to the Corporation shall be: Four.

The initial names and street addresses of the Directors to the Corporation are:

1. Martin Ozinga, III
   15959 South 108th Avenue
   Orland Park, Illinois 60462

2. Richard K. Ozinga
   14023 Apache Lane
   Orland Park, Illinois 60462

3. James A. Ozinga
   8139 Elizabeth Avenue
   Orland Park, Illinois 60462

4. Jose F. Diaz
   3425 S.W. 128th Avenue
   Miami, Florida 33175.

ARTICLE VII: OFFICERS

The names and street addresses of the initial Officers of the Corporation are as follows:

President: Jose F. Diaz
3425 S.W. 128th Avenue
Miami, Florida 33175

Treasurer: Martin Ozinga, III
12621 West Hadley Road
Lockport, Illinois 60441

Secretary: Richard K. Ozinga
14023 Apache Lane
Orland Park, Illinois 60462.

ARTICLE VIII: PURPOSE

The purpose for which the Corporation is organized is as follows: The transaction of any or all lawful activities for which corporations may be incorporated under the Florida Business Corporation Act, as amended from time to time.

ARTICLE IX: EXISTENCE

The Corporation shall have perpetual existence, and its corporate existence shall commence at the time of filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE X: SHAREHOLDER AGREEMENTS

The shares of stock in the Corporation are subject to a Shareholders' Agreement Regarding Operational Issues and a Shareholders' Agreement Regarding the Cross-Purchase of Stock.

ARTICLE XI: AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to them by the Shareholders and approved at a Shareholders' meeting by a majority of the Shareholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned Incorporator has made, subscribed, and acknowledged these Articles of Incorporation this 18th day of February, 1997.

Martin Ozinga, III
Incorporator

minutes\metrosf\articles.inc

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 1:26

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Metro Mix of South Florida, Inc.

2. The name and address of the registered agent and office is:

LEXIS DOCUMENT SERVICES INC.
(NAME)

3953 WW Kelley Road
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Tallahassee, FL. 32311
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Lisa James
(SIGNATURE)

February 18, 1997
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314