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**7-1-97**  
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	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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6/21/97  
7/2/97

**Articles of Incorporation**  
**of South Florida Poly-Recyclers, Inc.**

The undersigned subscriber to these articles of incorporation a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

**Article I. Name**

The name of the corporation shall be: South Florida Poly-Recyclers, Inc. The principal place of business shall be 600 Bypass Dr., Ste. 210 Clearwater, Fl. 33764. **EFFECTIVE DATE** 7-1-97

**Article II. Nature of Business**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida, or any other state, country, territory or nation.

**Article III. Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of voting common stock having a par value of .01 cent per share, and 1,000,000 shares of non-voting common stock having a par value of .01 cent per share.

**Article IV. Address**

The street address of the initial registered office of the corporation shall be 600 Bypass Dr., Ste 210 Clearwater, Fl. 33764 the name of the initial registered agent of the corporation at that address is Berkley C. Badger.

**Article V. Term of Existence and Effective Date**

This corporation is to exist perpetually. The effective date of incorporation's July 1st 1997.

**Article VI. Preemptive Rights**


Every shareholder upon the sale for cash of any new stock of this corporation of or the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

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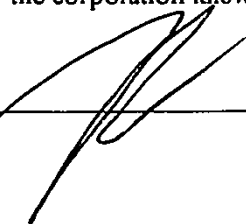
Article VII. Directors

This corporation shall have one director, initially. The name and street address of the initial member of the board of directors is: Berkley C. Badger, 324 Westgate Rd., Tarpon Springs, Fl. 34689.

In witness whereof, the undersigned has hereunto set his hand and seal on this 1st day of July, 1997.

  
\_\_\_\_\_  
(SEAL) Berkley C. Badger, Incorporator

I, Berkley C. Badger, do hereby accept the position and responsibility of registered agent for the corporation known as: South Florida Poly-Recyclers, Inc.

  
\_\_\_\_\_  
Agent (SEAL) Berkley C. Badger, Registered

Attach Notary Documentation Here:



Before me did appear  
Berkley C. Badger, whom I  
personally know.

*Jennifer Derck*

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