

P 97000080830

GIBBONS, SMITH, COHN & ARNETT  
A PROFESSIONAL ASSOCIATION  
ATTORNEYS AND COUNSELLORS AT LAW

3321 HENDERSON BOULEVARD  
TAMPA, FLORIDA 33609

MAILING ADDRESS:  
P. O. BOX 2177  
TAMPA, FLORIDA 33601

FAX (813) 877-9290  
(813) 877-9222

September 16, 1997

Via Express Mail

Secretary of State  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 17 AM 9:16  
600002295686--0  
-09/17/97--01077--013  
\*\*\*\*122.50 \*\*\*\*122.50

Re: SECURE ENVIRONMENTAL ELECTRONIC RECYCLING, INC.  
Incorporation

Dear Sir/Madam:

Enclosed are the following items in connection with the filing of the Articles of Incorporation of the above-referenced corporation:

1. Original Articles of Incorporation;
2. Original Designation of Registered Agent and Registered Office;
3. Our check in the amount of \$122.50 to cover the following costs:

Filing Fee	\$35.00
Registered Agent Designation	35.00
Certified Copy	52.50

Once filing is completed, please forward a certified copy of the Articles of Incorporation to this firm.

Thank you for your assistance in this matter.

Sincerely,



Roy W. Cohn

Enclosures  
RWC/me/Cp-  
12593.12444

CC: Wm. M. Flynn w/encl.

9/18/97

ARTICLES OF INCORPORATION  
OF  
SECURE ENVIRONMENTAL ELECTRONIC RECYCLING, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 17 AM 9:16

The undersigned, for the purpose of forming a corporation, for profit, files these Articles of Incorporation with the Secretary of State of the State of Florida, pursuant to the Florida Business Corporation Act of the State of Florida, Chapter 607, Florida Statutes.

1. NAME. The name of the corporation is SECURE ENVIRONMENTAL ELECTRONIC RECYCLING, INC. (the "Corporation").

2. ADDRESS. The street address and the mailing address of the initial principal office of the Corporation is 3321 Henderson Boulevard., Tampa, FL 33609.

3. NUMBER OF SHARES. The maximum number of shares which the Corporation is authorized to issue is 10,000 shares of common stock, having no par value per share.

4. NO PREEMPTIVE RIGHTS. No preemptive rights are granted to shareholders of the Corporation.

5. INITIAL REGISTERED OFFICE AND REGISTERED AGENT. The address of the initial registered office of the Corporation is 3321 Henderson Boulevard, Tampa, Florida 33609, and the name of the initial registered agent is Roy W. Cohn.

6. INCORPORATOR. The name and address of each incorporator for the Corporation is set forth immediately below:

William M. Flynn      P.O. Box 25178  
Tampa, FL 33622-5178

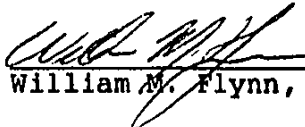
7. BOARD OF DIRECTORS. The number of directors shall not be less than one. The number of directors may be increased or diminished from time to time by the By-laws adopted by the shareholders, but shall never be less than one. The name and mailing address of the first Board of Directors, who shall serve until the first annual meeting or until their successors shall have been elected and qualified:

<u>Name</u>	<u>Address</u>
William M. Flynn	P.O. Box 25178 Tampa, FL 33622-5178
Max Zalkin	12407 Stillwater Terrace Tampa, FL 33624

8. POWERS OF CORPORATION. The Corporation shall have and may exercise at all times all of the powers and rights to the maximum extent, and without restriction, as conferred upon corporations by the laws of the State of Florida and of the United States.

9. AMENDMENT. The corporation shall have the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in any manner now or hereafter permitted by statute.

EXECUTED this 12<sup>th</sup> day of September, 1996.

  
William M. Flynn, Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, this  
12<sup>th</sup> day of September, 1997, by William M. Flynn, who is  
personally known to me.

NOTARY PUBLIC

Sign:

W. W. Col  
State of Florida at Large

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 17 AM 9:16

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

\*\*\*\*\*

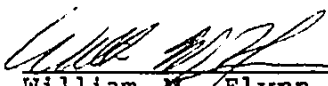
Pursuant to Sections 48.091 and 607.0501, Florida Statutes, this Designation is submitted:

1. SECURE ENVIRONMENTAL ELECTRONIC RECYCLING, INC. is a corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Tampa, County of Hillsborough, State of Florida;

2. SECURE ENVIRONMENTAL ELECTRONIC RECYCLING, INC. hereby names Roy W. Cohn, an individual resident of this state, as its registered agent to accept service of process within the State of Florida;

3. SECURE ENVIRONMENTAL ELECTRONIC RECYCLING, INC. hereby designates as its registered office, the street address of said registered agent's place of business, which is 3321 Henderson Boulevard, City of Tampa, County of Hillsborough, State of Florida 33609.

SUBMITTED this 12<sup>th</sup> day of September, 1997.

  
William M. Flynn, Incorporator on  
behalf of Secure Environmental  
Electronic Recycling, Inc.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the designated place, I hereby agree to act in this capacity and accept this appointment, and agree to comply with the provisions of Sections 48.091 and 607.0501, Florida Statutes, relative to keeping open said office.

By: 

Registered Agent

Date: September 12, 1997