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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: EMERALD COAST COMMERCIAL HAULING COMPANY

AUDIT NUMBER.....H97000020456

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....6

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**ARTICLES OF INCORPORATION**  
**OF**  
**EMERALD COAST COMMERCIAL HAULING COMPANY**

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TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation shall be:

**EMERALD COAST COMMERCIAL HAULING COMPANY**

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the State of Florida, Department of State, Division of Corporations.

This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of completing all aspects of commercial container placement, removal and hauling shall engage in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue 1000 par value shares of common capital stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital

Timothy C. Campbell, P.A.  
222 East 4th Street  
Panama City, FL 32401  
Ph.: (850) 763-8466  
Fl. Bar No.: 434530

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stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VI. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

**"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation, A Copy  
Of Which Is On File At This Corporation's Principal Office."**

Articles Of Incorporation  
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Emerald Coast Commercial Hauling Company

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ALLIANCE, FLORIDA

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**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be four (4).

The number of directors may be increased or decreased from time to time, as provided in this corporation's by-laws, but shall never be less than one.

The names and addresses of each individual who shall serve as a member of the Initial Board Of Directors are:

1. Tommy E. Richardson  
13626 Sandy Road  
South Port, Florida 32409
2. Judy Bailey  
8132 South Lagoon Drive  
Panama City Beach, Florida 32408
3. David Payne  
708 Gulf Aire Drive  
Port St. Joe, Florida 32456
4. Leej Kirner  
7225 South Lagoon Drive  
Panama City Beach, Florida 32408

**ARTICLE VIII. INITIAL COMPANY OFFICERS**

The initial number of officers in this corporation shall be four (4). The number of officers may be increased or decreased from time to time, as provided in this corporation's by-laws, but shall never be less than one.

The name and company position of each individuals who shall serve as the company's initial officer's are:

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1. Tommy E. Richardson, President
2. Judy Bailey, Vice President
3. David Payne, Vice President
4. Leej Kinner, Vice President

**ARTICLE IX. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

**OFFICE ADDRESS:** 13626 Sandy Road  
South Port, Florida 32409

**MAILING ADDRESS:** 13626 Sandy Road  
South Port, Florida 32409

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Tommy E. Richardson

**ARTICLE XI. INCORPORATOR**


The name and address of the individual who shall serve as this corporation's incorporator are:

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Internal Revenue Code and the regulations issued thereunder.

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Tommy E. Richardson- Incorporator

I hereby accept my designation as registered agent and agree to serve as the registered agent of Emerald Coast Commercial Hauling Company. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Emerald Coast Commercial Hauling Company.

  
Tommy E. Richardson- Registered Agent

State of Florida

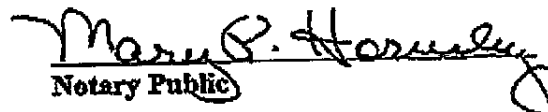
County Of Bay

On Dec. 11, 1997, Tommy E. Richardson, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation of Emerald Coast Commercial Hauling Company.



MARY P. HORNSBY  
My Commission OCB25540  
Expires Feb. 18, 2000

Commission Expiration Date:

  
Notary Public

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