

798000020243

3/03/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

10:39 AM

((H98000004162 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MADSON RECYCLING, INC.

AUDIT NUMBER.....H98000004162

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>: {  
Help F1 Option Menu F2

NUM CAPS Connect: 00:08:49

FILED

98 MAR -3 PM 2:16

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

B. McKnight. MAR 03 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 3, 1998

EMPIRE

SUBJECT: MADSON RECYCLING, INC.  
REF: W98000004658

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article 6 states there will be 1 director(s), whereas 3 is/are listed.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H98000004162  
Letter Number: 898A00011659

H98000004162

**ARTICLES OF INCORPORATION**

**ARTICLE I -- NAME**

THE NAME OF THIS CORPORATION IS:

**MADSON RECYCLING, INC.**

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

**243 NORTH EAST 211 TERRACE  
NORTH MIAMI BEACH, FLORIDA 33179**

**ARTICLE II -- PURPOSE**

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

**ARTICLE III -- CAPITAL STOCK**

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

**ARTICLE IV -- PREEMPTIVE RIGHTS**

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

**ARTICLE V -- INITIAL REGISTERED OFFICE**

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

**243 NORTH EAST 211 TERRACE  
NORTH MIAMI BEACH, FLORIDA 33179**

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

**DELSON DI SUSA**

**FILED**  
98 MAR -3 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

H98000004162

Articles of Incorporation of **MADSON RECYCLING, INC.**

Prepared by: Guillermo Ubieta, Jr.  
8045 North West 36<sup>th</sup> Street Suite No. 525

P.03/05

EMPIRE CORPORATE KIT

MAR-03-1998 13:20

H98000004162

**ARTICLE VI -- INITIAL BOARD OF DIRECTORS**

THIS CORPORATION SHALL HAVE **3** DIRECTOR (S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR (S) OF THIS CORPORATION IS/ ARE:

**CLIVS DIAS DI SUSA**  
**PRESIDENT, SECRETARY & DIRECTOR**

**LAERCIO M. DE AMORIM MONTEIRO FILHO**  
**VICE-PRESIDENT, TREASURER & DIRECTOR**

**DELSON DI SUSA**  
**DIRECTOR**

**ARTICLE VII -- INCORPORATOR**

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

**DELSON DI SUSA**  
**243 NORTH EAST 211 TERRACE**  
**NORTH MIAMI BEACH, FLORIDA 33179**

**ARTICLE VIII -- INDEMNIFICATION**

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

**ARTICLE IX -- MANAGEMENT OF CORPORATION SHAREHOLDERS**

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

**ARTICLE X -- BY LAWS**

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 20<sup>TH</sup> DAY OF FEBRUARY OF 1998.

H98000004162

  
**DELSON DI SUSA**  
Incorporator

Articles of Incorporation of: **MADSON RECYCLING, INC.**

Prepared by: **Guillermo Ubieta, Jr.**  
**8045 North West 36<sup>th</sup> Street Suite No. 525**  
**Miami Florida 33166**

EMPIRE CORPORATE KIT

P.04/05

MAR-03-1998 13:21

H980000004162

**CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT **MADSON RECYCLING, INC.** DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE, STATE OF FLORIDA, HAS APPOINTED **DELSON DI SUSA**, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

**ACKNOWLEDGMENT:**

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF **MADSON RECYCLING, INC.** TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 20<sup>TH</sup> DAY OF FEBRUARY, 1998.

  
\_\_\_\_\_  
**DELSON DI SUSA**  
Registered Agent

**FILED**  
98 MAR -3 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

H980000004162

Articles of Incorporation of: **MADSON RECYCLING, INC.**  
Prepared by: Guillermo Ubieta, Jr.  
8045 North West 36<sup>th</sup> Street Suite No. 525