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McCOLLUM,  
OBERHAUSEN  
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LINDA DAVIS TUCK  
CLAY W. OBERHAUSEN  
JAMES F. McCOLLUM

April 7, 1998

KIMBERLY J. BENNETT  
TERI WARREN  
CORI FRANKLIN  
SHERYL VRETTA  
LEGAL ASSISTANTS

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Heartland Recycling, Inc.

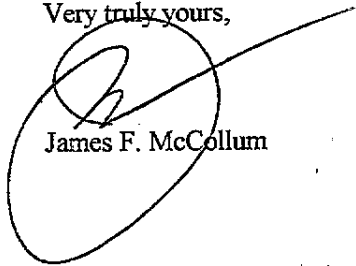
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\*\*\*122.50 \*\*\*122.50

Gentlemen:

Enclosed is the signed original and one signed copy of the Articles of Incorporation for the above named corporation. Both have been subscribed and acknowledged before a notary public. I am also enclosing a check in the amount of \$122.50 to cover the filing fee (\$35.00), certified copy fee (\$52.50) and registered agent designation fee (\$35.00). If you find these documents satisfactory, please place your certificate and endorse your approval on the photocopy and return same to me.

Should you have any questions, please do not hesitate to contact this office.

Very truly yours,

  
James F. McCollum

JFM/kjb  
enclosure(s)

cc: Client

FILED  
98 APR -9 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
4/9/98

ARTICLES OF INCORPORATION

OF

HEARTLAND RECYCLING, INC.

FILED  
98 APR -9 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**Article 1. NAME.** The name of the corporation is: HEARTLAND RECYCLING, INC.

**Article 2. DURATION.** The duration of the corporation is perpetual.

**Article 3. PURPOSE.** The purpose for which the corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way and to do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

**Article 4. CAPITAL STOCK.** The aggregate number of shares which the corporation is authorized to issue is 8,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**Article 5. INITIAL REGISTERED OFFICE AND AGENT.** The principal address as well as the street address of the initial Registered Office of the corporation is 129 South Commerce Avenue, Sebring, Florida, 33870, and the name of its initial Registered Agent at that address is McCollum, Oberhausen & Tuck, L.L.P.

**Article 6. INITIAL BOARD OF DIRECTORS.** The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the corporation is as follows:

**NAME OF DIRECTOR**

**ADDRESS**

**Robert Harrington**

**913A Highway 27 South  
Avon Park, FL 33825**

**Lorraine M. Harrington**

**913A Highway 27 South  
Avon Park, FL 33825**

**Article 7. INCORPORATORS.** The name and address of the Incorporator is James F. McCollum, 129 South Commerce Avenue, Sebring, Florida, 33870.

**Article 8. AMENDMENT.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**Article 9. ACCEPTANCE BY REGISTERED AGENT.** I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


  
\_\_\_\_\_  
James F. McCollum, Incorporator

State of Florida  
County of Highlands

The foregoing instrument was sworn to, subscribed and acknowledged before me on April 6, 1998, by James F. McCollum, who is personally known to me.

(affix notarial seal)

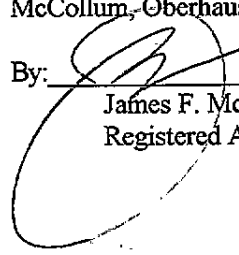
KIMBERLY J. BENNETT  
Notary Public - State of Florida  
my Commission Expires Jun 21, 2000  
Commission # CC561603

  
\_\_\_\_\_  
Signature of Notary Public - State of Florida

The undersigned hereby accepts the appointment as Registered Agent of HEARTLAND RECYCLING, INC. which is contained in the foregoing Articles of Incorporation.

Dated this 6 day of April, 1998.

McCollum, Oberhausen & Tuck, L.L.P.

By:   
\_\_\_\_\_  
James F. McCollum, Managing Partner  
Registered Agent

**FILED**  
98 APR -9 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA