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FAX NO. 3057144340

P. 01/05

Division of Corporations

Page 1 of 1

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Florida Department of State
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

EARTH RESOURCE MANAGEMENT OF SOUTH FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$43.75

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amended
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
EARTH RESOURCE MANAGEMENT OF SOUTH FLORIDA, INC.
a Florida corporation**

Pursuant to Section 607.1007, Florida Statutes, the undersigned officer of Earth Resource Management of South Florida, Inc., a Florida corporation ("Corporation") certifies that the Articles of Incorporation of the Company have been amended and restated in their entirety as follows:

**ARTICLE I
NAME**

The name of the Corporation is Choice Environmental Services of Broward, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation is 3315 N.W. 46th Street, Miami, Florida 33143.

**ARTICLE III
PURPOSE**

The purpose of the Corporation shall be to engage in and transact any and all business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The total number of shares of capital stock which the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, par value \$.001 per share.

**ARTICLE V
BOARD OF DIRECTORS**

The Corporation shall have at least one (1) and no more than seven (7) directors. As of the date of filing of these Articles of Incorporation with the Florida Secretary of state, the number of directors shall be one, subject to increase up to seven (7) or decrease at any time, or from time to time, by the Board of Directors; provided that the Board of Directors shall never comprise less than one director.

FAX AUDIT NO.: H05000198781 3

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**ARTICLE VI
AFFILIATED TRANSACTIONS**

The Corporation elects not to be governed by Section 607.0901 of the Florida Business Corporation Act.

**ARTICLE VII
INDEMNIFICATION**

The Corporation shall have the power to indemnify its directors, officers, agents and employees to the full extent allowed by law, and pursuant to the operative provisions in the Corporation's Bylaws.

**ARTICLE VIII
INCORPORATOR**

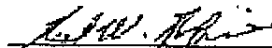
For purposes of complying with Florida Statutes, Section 607.0202 (1) (f), the incorporator is Neal R. Rodrigue, whose post office mailing address is c/o 3315 N.W. 46th Street, Miami, Florida 33143.

**ARTICLE IX
REGISTERED AGENT**

The Registered Agent of this Corporation is Hans F. Christensen, 3315 N.W. 46th Street, Miami, Florida 33143. The written acceptance of the Registered Agent, as required in Section 607.0501(3) of the Florida Business Corporation Act, is attached hereto.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be executed this 29 day of July, 2005.

EARTH RESOURCE
MANAGEMENT OF SOUTH
FLORIDA, INC.


Neal W. Rodrigue, President

AUG-18-2005 THU 04:03 PM Berger Singerman

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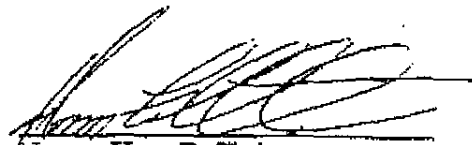
P. 05/05

FAX AUDIT NO.: H05000198781 3

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the Registered Agent of the Corporation, and I agree to comply with the provisions of the laws of the State of Florida, including Section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process. I am familiar with and accept the obligations provided for in Chapter 617, Florida Statutes.

Date: July31, 2005



Name: Hans F. Christensen
Registered Agent

FAX AUDIT NO.: H05000198781 3

**CERTIFICATE REGARDING
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
EARTH RESOURCE MANAGEMENT OF SOUTH FLORIDA, INC.**

The undersigned sole Director and sole shareholder of EARTH RESOURCE MANAGEMENT OF SOUTH FLORIDA, INC., a Florida corporation (the "Corporation"), hereby certifies to the Department of State of the State of Florida that:

1. The Corporation has approved and adopted, and is filing herewith, Amended and Restated Articles for the Corporation in the form attached hereto as Exhibit "A" ("Restated Articles").

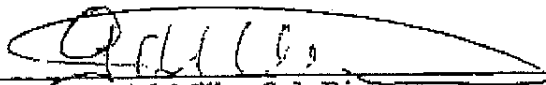
2. The Restated Articles contain amendments that, pursuant to Florida Statutes, Sections 607.1007 and 607.1003, require shareholder approval.

3. The sole director provided notice of a special meeting of the shareholder for the purpose of considering adoption of the Restated Articles, and the director recommended such adoption.

4. The sole shareholder of the Corporation, by written consent in lieu of a special meeting, approved and adopted the Restated Articles. The written consent of the shareholder represents a number of shareholder votes sufficient to approve and adopt the Restated Articles.

5. The Corporation requests that the Department of State certify the Restated Articles without including this Certificate.

IN WITNESS WHEREOF, the undersigned sole director and sole shareholder of the Corporation have duly executed this instrument as of July 29, 2005.


Glen M. Miller, Sole Director

CHOICE ENVIRONMENTAL SERVICES, INC., a
Florida corporation


Neal W. Rodrigue, President