

P98000093307

NewCo Corporate Services, Inc.

Empire State Building
350 Fifth Avenue, Suite 6017
New York, NY 10118-6099

Telephone: (212) 220-3970

Internet Address: dtalie350@aol.com

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August 9, 2001

Secretary of State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: METALICO-FLORIDA, INC.

900004542889-4
-08/20/01--01116--015
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find Statement of Change of Registered Office and Agent for the captioned corporation, along with our check in the amount of \$35.00.

Please file and return a filed-stamped copy as evidence.

If there are any problems, please contact the undersigned at the number listed above.

Thanking you in advance for your prompt attention to this matter.

Sincerely yours,

Theresa Festa

Theresa Festa
Senior Corporate Specialist

FILED
01 AUG 20 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA change

AUG 24 2001

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

*Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes,
the undersigned corporation organized under the laws of the State of Florida
submits the following statement in order to change its registered office or registered agent, or both, in
the State of Florida.*

1. The name of the corporation : METALICO-FLORIDA, INC.

2. The mailing address of the corporation : 186 North Avenue East, Cranford, NJ 07016

3. Date of incorporation/qualification: 11/3/98 Document number: P98000093307

4. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301-2525

5. The name and address of the new registered agent (if changed) and/or registered office (if changed)
(P. O. Box Not Acceptable)

NRAI Services, Inc.

526 E. Park Avenue

Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board:

Michael Drury J.P.
(Signature of an officer, chairman or vice chairman of the board)

8/6/01
(Date)

Michael Drury Exec. V.P.
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

NRAI Services, Inc.

Delia Taliento 8-13-01
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Delia Taliento Asst. Secty.
(Typed or Printed Name) (Capacity)

***** FILING FEE: \$35.00 *****

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TALLAHASSEE, FLORIDA