

P99000036326

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Division of Corporations
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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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BASIC AMENDMENT

MAXIMA RECYCLING, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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Amendment

05-17-99

EMPIRE CORPORATE KIT

DC

MAY-14-1999 17:58

5/14/99 2:01 PM

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99 MAY 17 AM 9:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAY 17 AM 7:08

DIVISION OF CORPORATIONS

RECEIVED



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 14, 1999

MAXIMA RECYCLING, INC.
1300 SOUTHWEST 22ND AVENUE
SUITE 303A
MIAMI, FL 33145SUBJECT: MAXIMA RECYCLING, INC.
REF: P99000036326

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.

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Karen Gibson
Corporate SpecialistFAX Aud. #: H99000011663
Letter Number: 299A00026845*5:45
no answer.*

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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③

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MAXIMA RECYCLING, INC.**

P99000036326

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**FIRST:
AMENDMENT ADOPTED:**

1 -- THE NEW BOARD OF DIRECTORS FOR THIS CORPORATION IS:

FLAVIA DI SUSA
PRESIDENT, SECRETARY, TREASURER, DIRECTOR & REGISTERING AGENT

**REGISTERED AGENT,
PRINCIPAL & MAILING ADDRESS:**
1300 SOUTH WEST 22ND AVENUE MIAMI, FLORIDA 33145

FILED
99 MAY 17 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND:

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOW:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: MAY 13TH 1999

**FOURTH:
ADOPTIONS OF AMENDMENTS:**

X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY:

(Voting group)

SIGNED THIS 13TH DAY OF MAY, 1999

MAXIMA RECYCLING, INC.

BY: Flavia Di SUSA Edson Vicente Dos Santos

(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Typed or printed name: FLAVIA DI SUSA / EDSON VICENTE DOS SANTOS
Title: INCORPORATOR / DIRECTOR

PREPARED BY: GUILLERMO UBIETA, JR.
8051 NORTH WEST 36TH STREET SUITE 600 MIAMI, FL. 33166 (305) 597-4511

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

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

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF MAXIMA 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 13TH DAY OF MAY, 1999.


FLAVIA DI SUSA
Registered Agent

STATE OF FLORIDA)

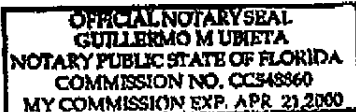
COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED FLAVIA DI SUSA, FLORIDA, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREFUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID THIS 13TH DAY OF MAY, 1999.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



PREPARED BY: GUILLERMO UBIETA, JR.
8051 NORTH WEST 36TH STREET SUITE 600 MIAMI, FL. 33166 (305) 597-4511

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