

Document Number Only

V22598

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

000002446790--4

-03/04/98--01060--010

\*\*\*\*\*70.00 \*\*\*\*\*70.00

000002446790--4

-03/04/98--01060--011

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Tomoka Recycling, Inc. and  
USA Waste Services of Florida, Inc. Merger &  
merging into: Name Change

Jennings Environmental Services, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☒ Merger

☐ Mark

☐ Other Supp Filing

☐ Change of A.

☐ Filing Name

☐ CUS

☐ After 4:30

☒ Pick Up

SECRETARY OF  
TALLAHASSEE, FLORIDA

98 MAR -4 AM 9:46

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MAR 04 1998

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98 MAR -4 AM 11:38  
DIVISION OF CORPORATION

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

TOMOKA RECYCLING, INC., a Florida corporation K85941

USA WASTE SERVICES OF FLORIDA, INC., a Florida corporation  
P97000074207

INTO

JENNINGS ENVIRONMENTAL SERVICES, INC. which changed its name to

**USA WASTE OF FLORIDA, INC.,** a Florida corporation, V22598.

File date: March 4, 1998

Corporate Specialist: Annette Hogan

STATE OF FLORIDA  
ARTICLES OF MERGER

OF

TOMOKA RECYCLING, INC.,  
a Florida corporation,

AND

USA WASTE SERVICES OF FLORIDA, INC.,  
a Florida corporation,

INTO

JENNINGS ENVIRONMENTAL SERVICES, INC.,  
a Florida corporation

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1105 of the Florida Business Corporation Act, the undersigned corporations adopt the following articles of merger:

FIRST: The plan of merger is as follows:

(1) Each of Tomoka Recycling, Inc., ("Tomoka") and USA Waste Services of Florida, Inc. ("USA Florida") will be merged into Jennings Environmental Services, Inc. ("Jennings"). Jennings is hereinafter designated as the Surviving Corporation;

(2) The parties hereto shall be merged into a single corporation by each of Tomoka and USA Florida merging into and with Jennings, the Surviving Corporation, which Surviving Corporation shall survive the merger pursuant to, and shall be deemed to continue to exist under and be governed by, the provisions of the Florida Business Corporation Act, and whose name, upon and after the effectiveness of the merger, shall be "USA WASTE OF FLORIDA, INC." Upon such merger, the separate corporate existence of Tomoka and USA Florida shall cease and terminate, and the Surviving Corporation shall become the owner, without other transfer, of all the rights, franchises and properties, of every type and nature, of Tomoka and USA Florida, and shall become subject to all the debts and liabilities of Tomoka and USA Florida to the extent such companies were subject to such debts and liabilities.

(3)(a) Outstanding Shares of Jennings: The 800,000 shares of common stock, \$0.10 par value per share, of Jennings that are issued and outstanding on the effective date of the merger, which shares are all held by USA Waste Services, Inc., a Delaware corporation, shall remain outstanding as shares of common stock of the Surviving Corporation, which shares of the Surviving Corporation shall continue to be issued, outstanding, fully paid and non-assessable.

(3)(b) Outstanding Shares of Tomoka: The 60 shares of common stock, \$1.00 par value per share, of Tomoka that are issued and outstanding on the effective date of the merger, which shares are all held by Jennings, shall together and in the aggregate be automatically cancelled.

(3)(c) Outstanding Shares of USA Florida: The 10,000 shares, \$0.01 par value per share, of USA Florida that are issued and outstanding on the effective date of the merger, which shares are all held by USA Waste Services, Inc., a Delaware corporation, shall together and in the aggregate be automatically cancelled.

SECOND: The plan of merger was adopted by the shareholders of each of Tomoka Recycling, Inc., USA Waste Services of Florida, Inc. and Jennings Environmental Services, Inc., each a Florida corporation, on the 31<sup>st</sup> day of December, 1997.

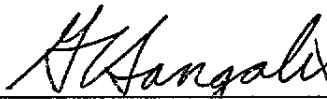
THIRD: The Articles of Incorporation of Jennings Environmental Services, Inc. are hereby amended to change the name of the corporation to "USA Waste of Florida, Inc."

Signed this 31<sup>st</sup> day of December, 1997.

JENNINGS ENVIRONMENTAL SERVICES, INC.,  
a Florida corporation  
(name of surviving corporation)

By   
Gregory T. Sangalis, Vice President

TOMOKA RECYCLING, INC., a Florida corporation  
(name of merged corporation)

By   
Gregory T. Sangalis, Vice President

USA WASTE SERVICES OF FLORIDA, INC.,  
a Florida corporation  
(name of merged corporation)

By   
Gregory T. Sangalis, Vice President