

FILE 1st
V22598

Florida Filing & Search Services
Requestor's Name

12/29/98

Address

City/State/Zip

668-4318
Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

700002725587--9
-12/29/98--01084--023
*****70.00 *****70.00

1. USA Waste of Florida Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

352

700002725587--9
-12/29/98--01096--009
*****245.00 *****35.00

Examiner's Initials

12/30

FILED RECEIVED

98 DEC 29 PM 2:49 DEC 29 PM 2:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

UNIVERSAL TRANSIT PROPERTY COMPANY. a Florida corporation, K57040
ARGUS SERVICES, INC., a Florida corporation, F39398

INTO

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

File date: December 29, 1998

Corporate Specialist: Teresa Brown

STATE OF FLORIDA
ARTICLES OF MERGER
OF
ARGUS SERVICES, INC.,
a Florida corporation,

FILED
98 DEC 29 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND
UNIVERSAL TRANSIT PROPERTY COMPANY,
a Florida corporation,
INTO
USA WASTE OF FLORIDA, INC.,
a Florida corporation

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 Argus Services, Inc. ("Argus") and Universal Transit Property Company ("Universal") will be merged into USA Waste of Florida, Inc. ("USA"). USA is hereinafter designated as the Surviving Corporation;

(2) The parties hereto shall be merged into a single corporation by each of Argus and Universal merging into and with USA, 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 Argus and Universal 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 Argus and Universal, and shall become subject to all the debts and liabilities of Argus and Universal to the extent such companies were subject to such debts and liabilities.

(3)(a) Outstanding Shares of USA: All of the shares of common stock of USA that are issued and outstanding on the effective date of the merger, which shares are all held by Waste Management, 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 Argus: All of the shares of common stock of Argus that are issued and outstanding on the effective date of the merger, which shares are all held by Waste Management, Inc., a Delaware corporation, shall together and in the aggregate be automatically cancelled.

(3)(c) Outstanding Shares of Universal: All of the shares of Universal that are issued and outstanding on the effective date of the merger, which shares are all held by Waste Management, 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 Argus, Universal and USA, each a Florida corporation, on the 21st day of December, 1998.

Signed this 21st day of December, 1998.

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

By Bryan J. Blankfield
Bryan J. Blankfield
Vice President

ARGUS SERVICES, INC., a Florida corporation
(name of merged corporation)

By Bryan J. Blankfield
Bryan J. Blankfield
Vice President

UNIVERSAL TRANSIT PROPERTY COMPANY,
a Florida corporation
(name of merged corporation)

By Bryan J. Blankfield
Bryan J. Blankfield
Vice President