

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED

Aug 10 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # V 63820
1. Corporation Name
C & D Recycling Corp.

Principal Place of Business 1001 South Bayshore Drive Suite 2410 Miami, FL 33131	Mailing Address
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DO NOT WRITE IN THIS SPACE

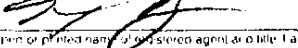
2. Principal Place of Business 21 2075 A N. Powerline Rd. Suite, Apt. #, etc. 22 City & State 23 Pompano Beach, FL Zip Country 24 33069 25	2a. Mailing Address 26 2075 A N. Powerline Rd. Suite, Apt. #, etc. 27 City & State 28 Pompano Beach, FL Zip Country 29 33069 30
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3. Date Incorporated or Qualified 9-15-92	4. FEI Number 65-0391529	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees	
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

9. Name and Address of Current Registered Agent
Manuel A. Ramirez
1001 S. Bayshore Drive
Suite 2410
Miami, FL 33131

10. Name and Address of New Registered Agent
81 Name Howard E. Nelson, Esq.
82 Street Address (P.O. Box Number is Not Acceptable)
200 S. Biscayne Blvd.
83 2500 First Union Financial Center
84 City Miami FL 85 Zip Code 33131

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE  Howard E. Nelson 8/4/98
(NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS	
TITLE	President/Director <input checked="" type="checkbox"/> DELETE
NAME	Armando Arango
STREET ADDRESS	1001 S. Bayshore Drive, #2410
CITY-ST-ZIP	Miami, Florida 33131
TITLE	Vice-President/Director <input checked="" type="checkbox"/> DELETE
NAME	Carlos M. Almeida
STREET ADDRESS	1001 S. Bayshore Drive, #2410
CITY-ST-ZIP	Miami, Florida 33131
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	PDT <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	R. D. Sterritt, Jr.
1.3 STREET ADDRESS	10254 Miller Road
1.4 CITY-ST-ZIP	Dallas, Texas 75238
2.1 TITLE	VP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	G. Michael Lawshe
2.3 STREET ADDRESS	10254 Miller Road
2.4 CITY-ST-ZIP	Dallas, Texas 75238
3.1 TITLE	S <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Edward Roush, Jr.
3.3 STREET ADDRESS	10254 Miller Road
3.4 CITY-ST-ZIP	Dallas, Texas 75238
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	600002613496
6.3 STREET ADDRESS	-08/12/98--01007--041
6.4 CITY-ST-ZIP	***550.00

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address

SIGNATURE:  R.D. Sterritt 8-5-98

CR2F034 (5/98)