

Document Number Only

F95000002692

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

400002310014--8

-10/02/97--01066--024

*****35.00 *****35.00

Madson / Barr - Allwaste, Inc.

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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Florida Department of State, Sandra B. Mortham, Secretary of State

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 Delaware 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 is: Madsen/Barr-Allwaste, Inc.

2. The mailing address of the corporation is: 5151 SAN FELIPE, SUITE 1600 HOUSTON, TX 77056

3. Date of incorporation/qualification: 06-02-1995 Document number: F95000002692

4. The name and address of the current registered agent and office:
THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS ST., STE. 105
TALLAHASSEE, FL 32301 US

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
Plantation, Florida 33324

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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.

Loretta Charles
(Signature of an officer, chairman or vice chairman of the board)

9/25/97
(Date)

Loretta Charles, Vice President
(Printed or typed name and title)

September 25, 1997
(Date)

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.

Dwight Coole
(Signature of Registered Agent)
If signing on behalf of an entity:
Dwight Coole
(Typed or Printed Name)

9/29/97
(Date)
Assistant Secretary
(Capacity)