

23642

Filing fee: \$75.00

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF

Safety-Kleen Corp.

To the Secretary of State of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on 04-17, 1969, authorizing it to transact business in Rhode Island under the name of Safety-Kleen Corp.

SECOND: The corporate name of the corporation has changed to Safety-Kleen Systems, Inc. [If no change, so indicate]

THIRD: The name which it elects to use hereafter in Rhode Island is

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: [If no other or additional purposes are proposed, insert "No change."]

No Change

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: [see §§7-1.1-103, 7-1.1-109, 7-1.1-110 of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state:

Table with 4 columns: Number of Shares, Class, Series, Par Value per Share or Statement that Shares are without Par Value

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$150,406,579
(B): An estimate of the value of its property to be located within Rhode Island during such year is \$
(C): An estimate of the gross amount of business to be transacted by it during such year is \$
(D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$

Dated June 30, 1998

Safety-Kleen Systems, Inc.

By [Signature]
Kenneth W. Winger
Its President
and [Signature]
Henry H. Taylor
Its Secretary

STATE OF South Carolina }
COUNTY OF Richland } SC.

At Columbia in said County on the 30 day
of June 1998, before me personally appeared
Henry H. Taylor, who being by me first duly sworn, declared that he is the
Secretary of Safety-Kleen Systems, Inc.,
that he signed the foregoing document as such secretary
of the corporation, and that the statements therein contained are true.

[Signature]
Notary Public
Pamela Bathgate-Keefe

(NOTARIAL SEAL)

FILED
JUL 26 1998
BY [Signature] 207911



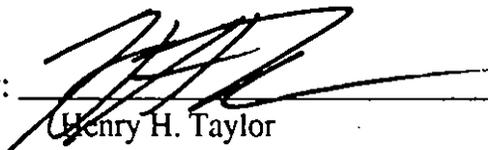
CONSENT TO USE OF NAME

Safety-Kleen Corporation and its subsidiaries and affiliate companies, as shown on the attached exhibit, hereby consents to the name change of each subsidiary/affiliate recognized on said exhibit throughout the United States.

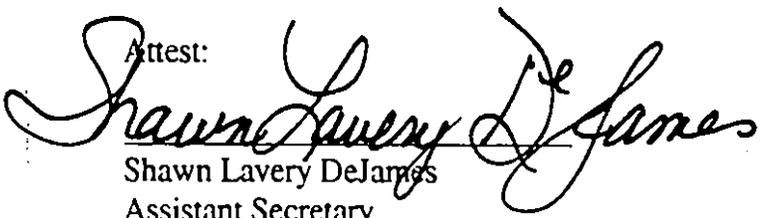
IN WITNESS WHEREOF, the said Safety-Kleen Corporation and its subsidiaries and affiliate companies has caused this consent to be executed by its Secretary, Henry H. Taylor, and attested under its corporate seal by its Assistant Secretary, Shawn Lavery DeJames, this 15th day of July, 1998.

SAFETY-KLEEN CORPORATION

By: _____


Henry H. Taylor
Its: Secretary

Attest:


Shawn Lavery DeJames
Assistant Secretary

SAFETY-KLEEN CORPORATION
15000 W. 10th Ave.
Denver, CO 80202
303.440.1000



SAFETY-KLEEN CORPORATION

SUBSIDIARIES AND AFFILIATES

CURRENTNAME	NEWNAME	STATE OF INCORPORATION
Safety-Kleen Corp.	Safety-Kleen Systems, Inc.	Wisconsin
Laidlaw Environmental Services (US), Inc.	Safety-Kleen (US), Inc.	Delaware
Laidlaw Environmental Services (Lone and Grassy Mountain), Inc.	Safety-Kleen (Lone & Grassy Mountain), Inc.	Oklahoma
Laidlaw Environmental Services (Tulsa), Inc.	Safety-Kleen (Tulsa), Inc.	Oklahoma
Laidlaw Environmental Services (San Antonio), Inc.	Safety-Kleen (San Antonio), Inc.	Texas
Laidlaw Environmental Services (Wichita), Inc.	Safety-Kleen (Wichita), Inc.	Kansas
Laidlaw Environmental Services of Delaware, Inc.	Safety-Kleen (Delaware), Inc.	Delaware
ECDC East, L.C.	SK Services (East), L.C.	Utah
ECDC Services, L.C.	SK Services, L.C.	Utah
Laidlaw Environmental Services (Rosemount), Inc.	Safety-Kleen (Rosemount), Inc.	Minnesota
Laidlaw Environmental Services (Sawyer), Inc.	Safety-Kleen (Sawyer), Inc.	Oklahoma
Laidlaw Environmental Services (Tucker), Inc.	Safety-Kleen (PPM), Inc.	Georgia
Laidlaw Environmental Services (San Jose), Inc.	Safety-Kleen (San Jose), Inc.	California
LES Holding's, Inc.	Safety-Kleen Holdings, Inc.	Delaware
Laidlaw Environmental Services (Imperial Valley), Inc.	Safety-Kleen (Westmorland), Inc.	California
Laidlaw Environmental Services (Lokern), Inc.	Safety-Kleen (Buttonwillow), Inc.	California
Laidlaw Environmental Services (North East), Inc.	Safety-Kleen (NE), Inc.	N. Hampshire
Laidlaw Environmental Services (Recovery), Inc.	Safety-Kleen (Crowley), Inc.	Louisiana
Laidlaw Environmental Services (TES), Inc.	Safety-Kleen (LaPorte), Inc.	Texas
Laidlaw Environmental Services (TG), Inc.	Safety-Kleen (TG), Inc.	Delaware
Laidlaw Environmental Services (TOC), Inc.	Safety-Kleen (Roebuck), Inc.	S. Carolina
Laidlaw Environmental Services (TS), Inc.	Safety-Kleen (TS), Inc.	Delaware
Laidlaw Environmental Services (Thermal Treatment), Inc.	Safety-Kleen (Collfax), Inc.	Delaware
Laidlaw Chemical Services, Inc.	Safety-Kleen Chemical Services, Inc.	Mass.
Laidlaw Environmental Services (Altair), Inc.	Safety-Kleen (Altair), Inc.	Texas
Laidlaw Environmental Services (FS), Inc.	Safety-Kleen (FS), Inc.	Delaware
Laidlaw Environmental Services (BDT), Inc.	Safety-Kleen (BDT), Inc.	New York
Laidlaw Environmental Services (GS), Inc.	Safety-Kleen (GS), Inc.	Tennessee

Laidlaw Environmental Services (Clive), Inc.	Safety-Kleen (Clive), Inc.	Oklahoma
Laidlaw Environmental Services (WT), Inc.	Safety-Kleen (WT), Inc.	Ohio
Laidlaw OSCO Holdings, Inc.	Safety-Kleen OSCO Holdings, Inc.	Delaware
Laidlaw Environmental Services of Nashville, Inc.	Safety-Kleen (Nashville), Inc.	Tennessee
Laidlaw Environmental Services of Bartow, Inc.	Safety-Kleen (Bartow), Inc.	Florida
Laidlaw Environmental Services of California, Inc.	Safety-Kleen (California), Inc.	California
Laidlaw Environmental Services of Chattanooga, Inc.	Safety-Kleen (Chattanooga), Inc.	Tennessee
Laidlaw Environmental Services of Illinois, Inc.	Safety-Kleen (Pecatonica), Inc.	Illinois
Laidlaw Environmental Services of South Carolina, Inc.	Safety-Kleen (Pinewood), Inc.	S. Carolina
Laidlaw Environmental Services of White Castle, Inc.	Safety-Kleen (White Castle), Inc.	Colorado
Laidlaw Environmental Services (Puerto Rico), Inc.	Safety-Kleen (Puerto Rico), Inc.	Puerto Rico
Laidlaw Environmental Services (Bridgeport), Inc.	Safety-Kleen (Bridgeport), Inc.	Delaware
Laidlaw Environmental Services (Deer Park), Inc.	Safety-Kleen (Deer Park), Inc.	Delaware
Laidlaw Environmental Services (Baton Rouge), Inc.	Safety-Kleen (Baton Rouge), Inc.	Delaware
Laidlaw Environmental Services (Plaquemine), Inc.	Safety-Kleen (Plaquemine), Inc.	Delaware
Laidlaw Environmental Services (Custom Transport), Inc.	Safety-Kleen (Custom Transport), Inc.	Delaware
Laidlaw Environmental Services (Los Angeles), Inc.	Safety-Kleen (Los Angeles), Inc.	California
Laidlaw Environmental Services (Tipton), Inc.	Safety-Kleen (Tipton), Inc.	Delaware
Laidlaw Environmental Services (Gloucester), Inc.	Safety-Kleen (Gloucester), Inc.	Delaware
Laidlaw Environmental Services (Deer Trail), Inc.	Safety-Kleen (Deer Trail), Inc.	Colorado
Laidlaw Environmental Services (Mt. Pleasant), Inc.	Safety-Kleen (Mt. Pleasant), Inc.	Tennessee
Laidlaw Environmental Services (Minneapolis), Inc.	Safety-Kleen (Minneapolis), Inc.	Minnesota
Laidlaw Environmental Services (Aragonite), Inc.	Safety-Kleen (Aragonite), Inc.	Delaware
Laidlaw Environmental Services (Sussex), Inc.	Safety-Kleen (Sussex), Inc.	Delaware
Laidlaw Environmental, Inc.	Safety-Kleen (Encotec), Inc.	Delaware

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that the annexed copy has been compared by me with the document on file in the Corporations unit of the Division of Corporate & Consumer Services of this department and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.



Richard L. Dean, Secretary
Department of Financial Institutions

DATE: JUL - 1 1998

BY: Robert Kaus

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

 (signature)
Henry H. Taylor
(printed name)
Secretary
(officer's title)

WISCONSIN
JUL 19 3:08

This document was drafted by Henry H. Taylor, Esq.
(name of individual required by law)

FILING FEE - \$40.00 OR MORE

SEE REVERSE for Instructions. Suggestions. Filing Fees and Procedures

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