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ACCOUNT NO. : 072100000032

REFERENCE : 540413 10770A

AUTHORIZATION :

Patricia Pyjets

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -6 AM 11:36

ORDER DATE : January 6, 2000

ORDER TIME : 9:57 AM

ORDER NO. : 540413-005

400003090104--1

CUSTOMER NO: 10770A

CUSTOMER: Reed McClosky, Esq
FREEDMAN & MCCLOSKY P.A.
FREEDMAN & MCCLOSKY P.A.
Suite 700
1 East Broward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: WORLD CLASS CARPET CARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
00 JAN -6 AM 10:40
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. Reynolds

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

00 JAN -6 AM 11:36

WORLD CLASS CARPET CARE, INC.

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

World Class Carpet Care, Inc.
534 Island Shores Drive
West Palm Beach, FL 33413

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Freedman & McClosky, P.A.
One East Broward Boulevard
Suite 700
Ft. Lauderdale, FL 33301

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be one (1), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The name and address of the initial director is:

NAME

ADDRESS

Dennis Howell

534 Island Shores Drive
West Palm Beach, FL 33413

ARTICLE VII

The initial officers of the corporation shall be:

NAME

Office

Dennis Howell

President and Secretary

ARTICLE VIII

The name and address of the incorporator is:

Reed B. McClosky, Esq.
Freedman & McClosky, P.A.
One East Broward Boulevard
Suite 700
Ft. Lauderdale, FL 33301

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE X

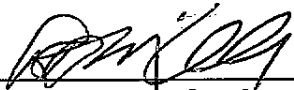
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 5th day of

January 2000.



Reed B. McClosky, Esq.
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 5th day of January, 2000, by Reed B. McClosky, who is personally known to me or who has produced _____ as

identification and who did (did not) take an oath.

[Signature]
NOTARY PUBLIC
FARIDA J. MAJOR

My Commission Expires:



FARIDA J. MAJOR
COMMISSION # CC 659644
EXPIRES AUG 14, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts his appointment as registered agent of **World Class Carpet Care, Inc.**, and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

FREEDMAN & McCLOSKY, P.A.

Date: January 5, 2000

By: *[Signature]*
Reed B. McClosky, as agent

FILED
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DIVISION OF CORPORATIONS
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