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December 4, 1996

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

100002034091--4
-12/19/96--01082--018
*****122.50 *****122.50

Re: ABM housekeeping Services Co.

Dear Sir:

Enclosed is one original and one copy of the Articles of Incorporation and Registered Agent forms for the above-referenced corporation.

The original is to be filed in your office and the copy to be certified and returned to this office. Also enclosed is our firm check in the amount of \$122.50.

Receiving, filing and indexing Articles of Incorporation	\$ 35.00
Certified copy of Articles of Incorporation	\$ 52.50
Registered Agent Fee	<u>\$ 35.00</u>
TOTAL	<u>\$122.50</u>

Please give me a call me if there is any reason why these requests cannot be met promptly. Thank you for your attention to this matter.

Very truly yours,

CHARLES & BRADY

Susan D. Bober
Susan D. Bober
Legal Assistant

Enclosures

DEC 23 1996

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FILED
96 DEC 19 PM 1:32
TALLAHASSEE, FLORIDA

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96 DEC 19 PM 1:32

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ABM HOUSEKEEPING SERVICES CO.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is ABM HOUSEKEEPING SERVICES CO.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office of the corporation is 8675 Le Creusot, St. Leonard, Quebec, Canada HIP 2A8.

ARTICLE III

Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V

Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

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CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND
REGISTERED OFFICE FOR SERVICE OF PROCESS.

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

1. That ABM Housekeeping Services Co., desiring to
organize under the laws of the State of Florida, has named
Florida-Lawdock, Inc. located at 222 Lakeview Avenue, Fourth
Floor, P.O. Box 3188, West Palm Beach, Florida 33402-3188, as its
agent to accept service of process within Florida.

Orlando B. Funaro
Orlando B. Funaro, Incorporator
Dated: Nov. 21 st, 1996

2. That, having been named to accept service of process
for the above-stated corporation, at the place designated in this
Certificate. The undersigned hereby agrees to act in this
capacity and agrees to comply with the provisions of Chapter
48.091, F.S., relative to keeping open said office.

FLORIDA-LAWDOCK, INC.,
Registered Agent

By: David L. Petersen
David L. Petersen
Its: Vice President

Dated: Dec 4, 1996

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TALLAHASSEE, FLORIDA