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LAW OFFICES

JORGE M. ABRIL, P.A.

2801 PONCE DE LEON BLVD.
SUITE 470
CORAL GABLES, FL 33134

JORGE M. ABRIL

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December 24, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

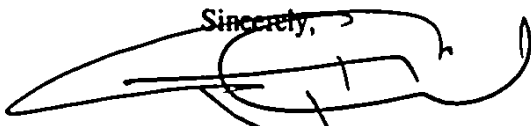
Re: V.I.P. Janitorial Services, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$131.25, as the filing fee and cost in obtaining the Certificate and certified copy.

If you should require anything further or need additional information, please do not hesitate to contact the undersigned.

Sincerely,



Jorge M. Abril

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
V.I.P. JANITORIAL SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the State of Florida (FLORIDA BUSINESS CORPORATION ACT), as they now exist or may be amended, does hereby adopt the following ARTICLES OF INCORPORATION:

ARTICLE I.

The name of the corporation is V.I.P. JANITORIAL SERVICES, INC.

ARTICLE II.

Principal Office. The initial principal place of business and mailing address of the corporation shall be 7400 Miami Lakes Drive, #D305, Miami Lakes, FL, 33014.

ARTICLE III.

Duration. This corporation is to have perpetual existence.

ARTICLE IV.

Purpose. The general purposes for which the corporation is organized are the following:

- (a) To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.
- (b) To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE V.

Capital Stock. The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE VI.

Initial Registered Agent and Street Address. The name and address of its initial Registered Agent is Jorge M. Abril, P.A., 2801 Ponce de Leon Boulevard, Suite 470, Coral Gables, FL, 33134.

ARTICLE VII.

Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of each initial director of the corporation is as follows:

- | | | |
|----|-------------------|---|
| 1. | Henry A. Salazar | 7400 Miami Lakes Drive
#D-305
Miami Lakes, FL 33014 |
| 2. | Mayerline Salazar | 7400 Miami Lakes Drive
#D-305
Miami Lakes, FL 33014 |
| 3. | Henry Salazar | 7400 Miami Lakes Drive
#D-305
Miami Lakes, FL 33104 |

ARTICLE VIII.

Incorporators. The name and address of each Incorporator is Jorge M. Abril, Esq., Jorge M. Abril, P.A., 2801 Ponce de Leon Boulevard, Suite 470, Coral Gables, FL, 33134.

ARTICLE IX.

Amendment. The corporation reserves the right to amend or repeal any provisions contained in the these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE X.

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 24th day of December, 1996.

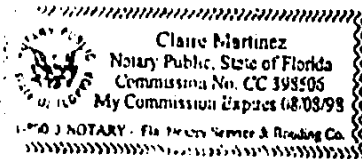

JORGE M. ABRIL

[NOTARY ACKNOWLEDGMENT APPEARS ON NEXT PAGE]

STATE OF FLORIDA)
 : SS.
COUNTY OF Dade)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JORGE M. ABRIL, who is known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and who did take an oath and acknowledged that he executed these Articles of Incorporation this 24th day of December, 1996.

My commission expires:



Claire Martinez
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

Personally known _____ or
 Produced identification

Type of Identification

FILED

96 DEC 30 AM 11:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
OF
INITIAL REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of § 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the initial registered agent/registered office, in the State of Florida:

1. The name of the corporation is: **V.I.P. JANITORIAL SERVICES, INC.**
2. The name and address of the Initial Registered Agent and Registered Office is:

**Jorge M. Abril, P.A.
2801 Ponce de Leon Boulevard
Suite 470
Coral Gables, FL 33134**

Having been named as Initial Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as Initial Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Initial Registered Agent.



INITIAL REGISTERED AGENT

Dated: December 24, 1996.