

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

9800040419

CERTIFIED COPY

PHOTO COPY

1.) Service Solutions Cleaning Service, Inc.
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

5/5

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-05/05/98-01025-030
***122.50 ***122.50

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98 MAY -5 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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98 MAY -5 AM 10:13
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION OF
SERVICE SOLUTIONS CLEANING SERVICE, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is Service Solutions Cleaning Service, Inc.

**ARTICLE TWO
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE
PURPOSE**

This corporation is organized for the purpose of providing cleaning services and management to commercial establishments and for all lawful purposes for which a corporation may be incorporated under the Florida Business Corporation Act, Chapter 607.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares that the corporation has authority to issue is 100 shares of no par value common stock.

**ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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**ARTICLE SIX
STOCK TRANSFER RESTRICTIONS**

No transfer of stock shall be valid, until ten days after the corporation, through its secretary, shall have had written notice of the proposed sale, the number of shares proposed to be sold, the price at which the proposed sale is to be made, and the name of the prospective buyer. During such ten days, the corporation shall have the option to buy at the price set by seller any shares of outstanding stock, before its owner or the person in whose name it stands on the books of the corporation, may transfer them. Should the corporation not have the funds to buy the shares, or should it deem it undesirable to purchase them for any other reason, another existing shareholder shall have the option, for an additional ten days, of purchasing the shares at the price set by the seller in proportion to the number of shares then held by the shareholder. In the event a dispute exists between the shareholders and the corporation in regards to the fair market value of the shares, the fair market value will be determined by binding arbitration. In no event may the shares be sold to a third party without the written consent of the Board of Directors. However, the Board of Directors may not unreasonably refuse to allow the sale of shares to a third party.

**ARTICLE SEVEN
TRANSFER EXCEPTIONS**

Notwithstanding anything herein to the contrary, any shareholder may at any time during such shareholder's lifetime transfer any of such shareholder's share in the company to his or her spouse, father or mother, children (unless those children have not reached their age of majority, in which event the shareholder may transfer the stock in trust for the benefit of such minor children) or to the trustee or trustees under any trust created during his or her lifetime for the benefit of the shareholder, his or her spouse, father or mother, or children. However, the

spouse, father, mother, children or trustee shall agree in writing prior to such transfer to become a party to and be bound by all the terms and conditions of the agreement which provides for the corporation's option to purchase shares before sale to other stockholders or third persons, just as if they were original parties to such agreement.

**ARTICLE EIGHT
REGISTERED OFFICE-PRINCIPAL PLACE OF BUSINESS**

The street address of the initial registered office, and principal place of business of the corporation is 3908 Belmoor Dr., Palm Harbor, Florida 34685.

The name of the initial registered agent is Jeffrey E. Cosnow, whose address is 3450 East Lake Road, Palm Harbor, Florida 34685.

**ARTICLE NINE
DIRECTORS**

The initial board of directors of the corporation shall consists of two members. The name and address of the first board of directors are:

<u>Name</u>	<u>Address</u>
Cliff Rafter	3908 Belmoor Dr. Palm Harbor, FL 34685
Jennifer Rafter	3908 Belmoor Dr. Palm Harbor, FL 34685

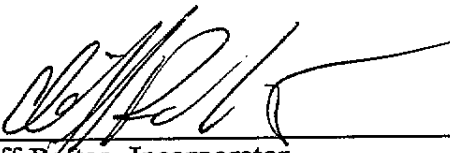
**ARTICLE TEN
INCORPORATOR**

Cliff Rafter	3908 Belmoor Dr. Palm Harbor, FL 34685
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**ARTICLE ELEVEN
OFFICERS**

The name, address, and title of the first officers are:

<u>Name</u>	<u>Address</u>
President	Cliff Rafter 3908 Belmoor Dr. Palm Harbor, FL 34685
Secretary/Treasurer	Jennifer Rafter 3908 Belmoor Dr. Palm Harbor, FL 34685




Cliff Rafter, Incorporator

**STATE OF FLORIDA
COUNTY OF PINELLAS**

On this 4th day of May 1998, before me, the undersigned officer, personally appeared Cliff Rafter who produced Florida Driver's License Number R 136-101-63-127-0 as identification, and whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein.



TEMPLE P HIATT
My Commission CC621928
Expires Jan. 02, 2000



Temple P. Hiatt Notary Public
My Commission Expires:

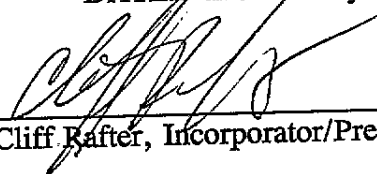
To: The Department of State
Tallahassee, Florida 32304

Certificate Designating Place of Business or Domicile For the Service of Process Within Florida, Naming Agent Upon Whom Process May be Served.

In compliance with Section 607.0501 of the Florida Business Corporation Act, the following is submitted:

Service Solutions Cleaning Service, Inc. with its place of business at 3908 Belmoor Dr., Palm Harbor, FL 34685 has named Jeffrey E. Cosnow, 3450 East Lake Road, Palm Harbor, FL 34685 as its agent to accept service of process within Florida.

DATED this 4th Day of May, 1998 .



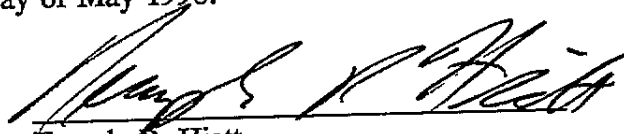
Cliff Rafter, Incorporator/President

**STATE OF FLORIDA
COUNTY OF PINELLAS**

I certify that on this date before me, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared Cliff Rafter as incorporator of Service Solutions Cleaning Service, Inc. a corporation organized under the laws of Florida. He acknowledged before me that he executed the foregoing instrument as incorporator in the name and on behalf of the corporation. He produced Florida Driver's License Number R136-101-63-127-0 as identification. Dated this 4th Day of May 1998.



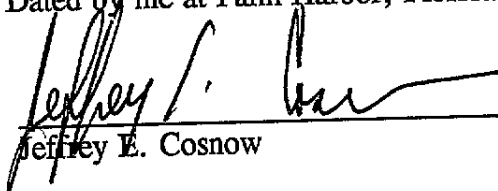
TEMPLE P HIATT
My Commission CCS21929
Expires Jan. 02, 2000



Temple P. Hiatt
Notary Public/Commission Expires

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity.

Dated by me at Palm Harbor, Florida on the 4th day of May, 1998.



Jeffrey E. Cosnow

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98 MAY -5 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA