

F9600000283Z

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone

CORPORATION(S) NAME

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Service Master Residential/Commercial Services Management Corporation

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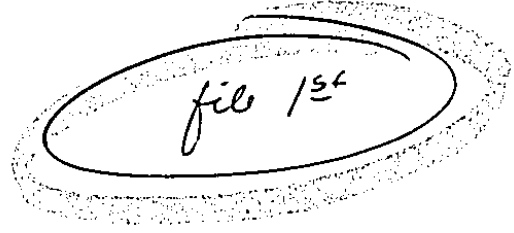
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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
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| <input type="checkbox"/> Limited Liability Partnership | | |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. ServiceMaster Residential/Commercial Services Management Corporation
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 36-3747475
(FEI number, if applicable)
4. December 4, 1990
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 860 Ridge Lake Blvd., Memphis, Tennessee 38120

(Current mailing address)
8. any lawful capacity
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

John J. Linnihan
(Registered agent's signature) (Officer)

John J. Linnihan, Assistant Vice President
(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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**SERVICEMASTER RESIDENTIAL/COMMERCIAL
SERVICES MANAGEMENT CORPORATION**

DIRECTORS

Carlos H. Cantu
One ServiceMaster Way
Downers Grove, IL 60515

Robert F. Keith
860 Ridge Lake Blvd.
Memphis, TN 38120

C. William Pollard
One ServiceMaster Way
Downers Grove, IL 60515

OFFICERS

Michael M. Isakson
President
860 Ridge Lake Blvd.
Memphis, TN 38120

Robert F. Keith
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Charles A. Fullerton
Senior Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Keith A. Mathias
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Robert H. DeJong
Vice President & Secretary
860 Ridge Lake Blvd.
Memphis, TN 38120

John C. Boyd
Assistant Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Dan N. Kellow
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Amelia N. Blanton
Assistant Secretary
860 Ridge Lake Blvd.
Memphis, TN 38120

Thomas W. Scherer
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Paul M. Jacobs
Assistant Vice President
One ServiceMaster Way
Downers Grove, IL 60515

Lawrence L. Mariano, III
Vice President & Treasurer
860 Ridge Lake Blvd.
Memphis, TN 38120

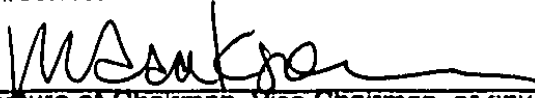
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Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael M. Inakoon, President

(Typed or printed name and capacity of person signing application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SERVICEMASTER RESIDENTIAL/COMMERCIAL SERVICES MANAGEMENT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7964353

DATE:

05-29-96