

The Law Office of

Jeffrey Evan Cosnow, Chartered

Jeffrey E. Cosnow
Attorney at Law

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FILED
00 FEB 17 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 15, 2000

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

RE: Articles of Incorporation
Registered Agent

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-02/17/00--01040--020
*****78.75 *****78.75

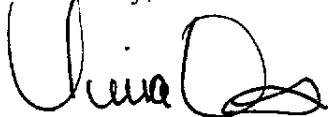
Dear Department of State,

Enclosed you will find an original and a copy of the Articles of Incorporation of Florida Floor Equipment, Certificate designating the Registered Agent and a check in the amount of \$78.75, the fee required for filing.

Please send the certified copy in the self addressed, stamped envelope provided.

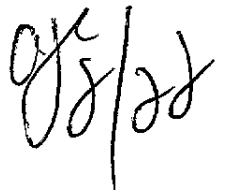
If you should have any questions, please feel free to call the office. Thank you for your attention to this matter.

Sincerely,



Tina Owen
Receptionist

Enclosures



**ARTICLES OF INCORPORATION OF
FLORIDA FLOOR EQUIPMENT, 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 Florida Floor Equipment, 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 commercial floor cleaning equipment and maintenance services, and for all purposes for which a Florida 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.

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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 4500 140th Avenue, Suite 217, Clearwater, FL 33762

The name of the initial registered agent is Jeffrey E. Cosnow, 3450 East Lake Road, Palm Harbor, FL 34585

**ARTICLE NINE
DIRECTORS**

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

<u>Name</u>	<u>Address</u>
Cliff Rafter	4500 140th Avenue Suite 217 Clearwater, FL 33762
Robert Coffey	4500 140th Avenue Suite 217 Clearwater, FL 33762

**ARTICLE TEN
INCORPORATOR**

Cliff Rafter	4500 140th Avenue Suite 217 Clearwater, FL 33762
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**ARTICLE ELEVEN
OFFICERS**

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

Name

Address

Cliff Rafter
President

4500 140th Avenue
Suite 217
Clearwater, FL 33762

Robert Coffey
Secretary/Treasurer

4500 140th Avenue
Suite 217
Clearwater, FL 33762

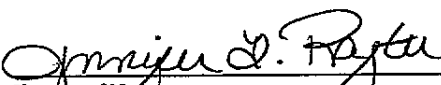


Cliff Rafter
Incorporator

**STATE OF FLORIDA
COUNTY OF PINELLAS**

On this 31 day of January 2000, before me, the undersigned officer, personally appeared Cliff Rafter who is personally known to me, and whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein.

JENNIFER L. RAFTER
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC880585
EXPIRES 10/18/2003
BONDED THRU ASA 1-888-NOTARY1



Signature of Notary
My Commission Expires. 10/18/03

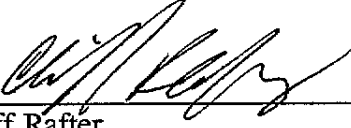
To: The Department of State
Tallahassee, Florida 32304

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:

Florida Floor Equipment, Inc., with its place of business at 4500 140th Avenue,
Clearwater, FL 33762 has named Jeffrey E. Cosnow of 3450 East Lake Road, Palm Harbor,
34685 as its agent to accept service of process within Florida.

DATED this 30 Day of January 2000.

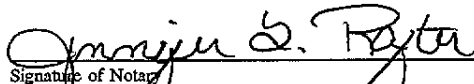


Cliff Rafter
Incorporator/President

**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
Florida Floor Equipment, 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 is personally know to me.

Dated this 31 Day of January, 2000.

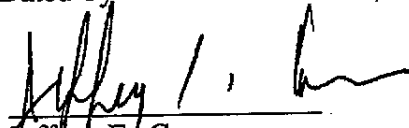


Signature of Notary
Notary Public/Commission Expires 10/18/03

JENNIFER L. RAFTER
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC880585
EXPIRES 10/18/2003
BONDED THRU ASA 1-888-NOTARY1

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 16th day of January, 2000.


Jeffrey E. Cosnow

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TALLAHASSEE, FLORIDA