

PO00000024671

HEAD, MOSS & FULTON, P.A.

ATTORNEYS AT LAW
1530 BUSINESS CENTER DRIVE, SUITE 4
ORANGE PARK, FLORIDA 32073

ROBERT J. HEAD, JR.*

JOHN B. MOSS

HOLLY E. FULTON**

*Board Certified Real Estate Law

**Board Certified Marital & Family Law

TELEPHONE: (904) 278-8200

TELECOPIER: (904) 269-8799

E-MAIL: HEADLAW2@BELLSOUTH.NET

March 1, 2000

FILED
10 MAR 03 AM 7:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100003156951--9
-03/03/00-01097-019
*****78.75 *****78.75

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

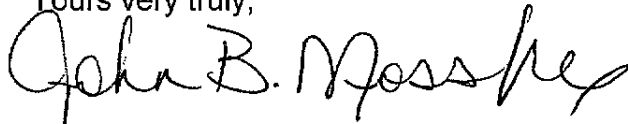
RE: All Seasons Carpet Care, Inc.

Dear Sir or Madam:

In connection with the above referenced corporation, enclosed please find the original and one copy of the Articles of Incorporation to be filed with the Secretary of State. I also enclosed our firm check payable to the Secretary of State in the amount of \$78.75 for the cost of the filing fee.

Thank you for your assistance. Should you need any further information, please do not hesitate to contact this office.

Yours very truly,



John B. Moss

JBM/rll
Enclosures

gy3/10

ARTICLES OF INCORPORATION
OF
ALL SEASONS CARPET CARE, INC.

FILED
00 MAR 03 AM 7:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is All Seasons Carpet Care, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 4537 Morris Road, Jacksonville, FL 32225.

ARTICLE III - DURATION

This corporation shall commence its existence upon filing with the Secretary of State, and thereafter shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 4537 Morris Road, Jacksonville, FL 32225, and the name of the Corporation's initial registered agent at that address is Robert H. Reeves, Jr.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

Robert H. Reeves, Jr.
4537 Morris Road
Jacksonville, FL 32225

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1).

The names and addresses of the initial directors of the corporation are:

Robert H. Reeves, Jr.
4537 Morris Road
Jacksonville, FL 32225

Christie E. Reeves
4537 Morris Road
Jacksonville, FL 32225

ARTICLE VI. - PURPOSE

The purpose of this Corporation is:

- (a) To engage in the residential and commercial carpet installation, cleaning and repair business.
- (b) The ownership, purchase, sale, mortgage or pledge, and the dealing in and with all kinds and manner of property, whether real, personal, tangible or intangible.
- (c) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

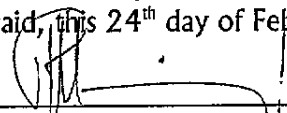
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 24th day of February, 2000.


ROBERT H. REEVES, JR.

STATE OF FLORIDA
COUNTY OF CLAY

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared ROBERT H. REEVES, JR., who is personally known to me or who has produced DR. LIC. as identification and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 24th day of February, 2000.


Notary Public, State of Florida

(Seal)



Robert J. Head, Jr.
MY COMMISSION # CC593782
EXPIRES DECEMBER 6, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said Act:

First - All Seasons Carpet Care, Inc., desiring to organize under the laws of the State of
Florida, with its principal office as indicated in the Articles of Incorporation at 4537 Morris Road,
Jacksonville, FL 32225, County of Duval, State of Florida, has named Robert H. Reeves, Jr.,
4537 Morris Road, Jacksonville, FL 32225, County of Duval, State of Florida, as its agent to
accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provisions of said Act relative to keeping open said office.


ROBERT H. REEVES, JR.

FILED
00 MAR 03 AM 7:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA