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Money Order  
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00-127532806

00 OCT -2 PM 3:03  
RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

September 26, 2000

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

**RE: A CLEAR SOLUTION CLEANING SERVICES, INC. (ACS)  
ARTICLES OF INCORPORATION**

800003411768--1  
-10/02/00--01123--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

Attached please find a money order in the amount of \$78.75 for filing fees on the above referenced corporation.

Should you have any questions or need additional information please contact me at (786) 218-8480 day or evening hours.

Sincerely,

  
Ingrid Menendez

Cc:

gf 10/4/00

ARTICLES OF INCORPORATION  
OF  
A CLEAR SOLUTION (ACS) CLEANING SERVICES, INC.

FILED  
SECRETARY OF STATE  
CORPORATIONS

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In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE 1 - NAME

The name of the corporation ("Corporation") is:

A CLEAR SOLUTION (ACS) CLEANING SERVICES, INC.

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6041 Southwest 22 Street  
Miami, FL 33155

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is Ingrid Menendez whose address shall be the same as the principal office of the Corporation.

#### **ARTICLE 5- OFFICERS**

The name and street address of the officers to these Articles of Incorporation is:

Ingrid Menendez	President
Mirlene Leyva	Vice President
Ingrid Menendez	Secretary
Mirlene Leyva	Treasurer

whose addresses shall be the same as the principal office of the Corporation.

#### **ARTICLE 6- DIRECTOR (S)**

The Director(s) of the Corporation shall be:

Ingrid Menendez  
Mirlene Leyva

whose addresses shall be the same as the principal office of the Corporation.

#### **ARTICLE 7- SHARES**

7.1 The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Two (2)

7.2 All holders of shares of common stock, upon dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

#### **ARTICLE 8- POWERS OF CORPORATION**

The Corporation shall have the same power as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### **ARTICLE 9- TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 10- REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### **ARTICLE 11- EFFECTIVE DATE**

These articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 12- AMENDMENT**

These Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

#### **ARTICLE 13- INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of

directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of this Corporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 28<sup>th</sup> day of September, 2000.

  
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Ingrid Menendez, Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 OCT -2 PM 3:08

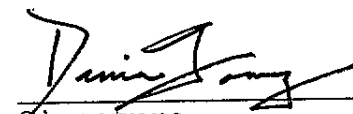
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0502, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE  
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT  
IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

**The name and address of the registered agent and office is:**

Dania Gomez  
155 Northwest 110 Street  
Miami, FL 33168

Having been named as 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 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 registered agent.

  
Signature

9/28/00  
Date