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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

HILLSGREEN CORPORATION

Certificate of Status	0
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Page Count	07
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 25, 2001

EMPIRE

SUBJECT: HILLSGREEN CORPORATION
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ARTICLES OF INCORPORATION
OF
HILLSGREEN Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. **Name.** The name of the corporation is HILLSGREEN Corporation.
2. **Duration.** The period of duration is perpetual.
3. **Purpose.** The purpose is to provide janitorial services and security services to residential and commercial clients and to engage in any legal activities authorized under the laws of the United States and the state of Florida.
4. **Capital Stock.** The corporation is authorized to issue one hundred thousand shares of common stock at \$.01 par value.
5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

Sharon E. Wade
510 N E 71 Street
Miami, Florida 33138
6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

Sharon E. Wade
510 N E 71 Street
Miami, FL 33138

Document Prepared by:
STANLEY E. JOHNSON, JR., ESQ.
1444 Biscayne Boulevard
Suite 230
Miami, Florida 33132
Tel. (305) 372-2797
Florida Bar No. 472396

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7. Initial Board of Directors. This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation are:

Sharon E. Wade
510 N E 71 Street
Miami, FL 33138

Maurica C. Hodge
510 N E 71 Street
Miami, FL 33138

8. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

Sharon E. Wade
510 N E 71 Street
Miami, FL 33138

9. Amendment of Articles. 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.

10. Indemnification. This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.

11. Debts of the Corporation. The private property of the shareholders shall not be subject to payment of the corporate debts in any event.

12. Conflict of Interest. This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (1999), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be

counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these

Articles of Incorporation this 26 day of April, 2001.

Sharon E. Wade
Sharon E. Wade, Incorporator

Sharon E. Wade
Sharon E. Wade, Registered Agent

STATE OF FLORIDA)

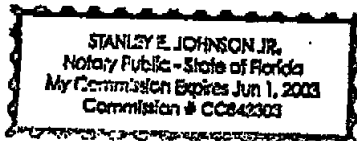
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Sharon E. Wade to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or ☒ is personally known by me and he acknowledged to me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26 day of April, 2001.

Stanley E. Johnson Jr.
Notary Public
State of Florida

My Commission Expires:

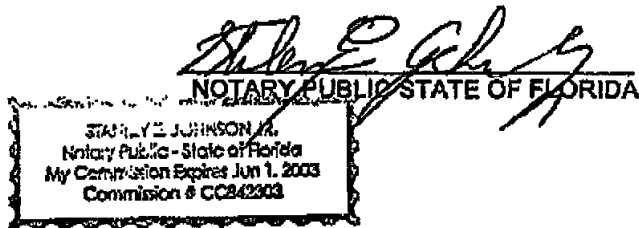


STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Sharon E. Wade, to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or ☒ is personally known by me and she acknowledged to me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26 day of April, 2001.

My Commission Expires:



STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Director/President for HILLSGREEN Corporation does on behalf of HILLSGREEN Corporation certify that she is familiar with and accepts the duties and responsibilities of Director/President for HILLSGREEN Corporation.

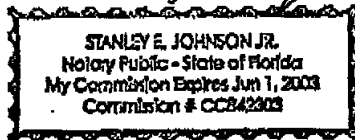
By: Sharon E. Wade
NAME: Sharon E. Wade
TITLE: Director/President

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 26 day of April, 2001 by Sharon E. Wade who has produced _____ as identification for HILLSGREEN Corporation or _____ is personally known by me.

Stanley E. Johnson Jr.
Name:
Notary Public

My Commission expires:



STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Register Agent for HILLSGREEN Corporation does on behalf of HILLSGREEN Corporation certify that she is familiar with and accepts the duties and responsibilities as Register Agent for HILLSGREEN Corporation.

By: Sharon E. Wade
Name: Sharon E. Wade
Title: Register Agent

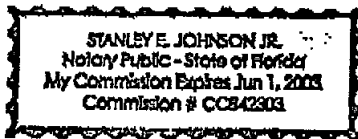
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STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 26 day
of April, 2001 by Sharon E. Wade, who has produced
_____ as identification for HILLSGREEN Corporation or _____
☒ is personally known by me.


Name: _____
Notary Public.

My Commission Expires:



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