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TRANSMITTAL LETTER

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 APR 29 AM 9:46

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

SUBJECT: PEPE Cleaning, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

400005368434--2  
-04/29/02--01067--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: JOSE ROMERO  
Name (Printed or typed)

10830 S.W. 84 ST. Apt. G-1  
Address

Miami, FL 33171  
City, State & Zip

305-283-6896  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

F. CHESSER MAY 2

ARTICLES OF INCORPORATION

OF

PEPE CLEANING, INC.

A Florida Corporation

FILED OF STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
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ARTICLE I

NAME

The name of this corporation is PEPE CLEANING, INC. (the "Corporation") and its mailing address is 10830 S.W. 84 Street, Apt. G-1, Miami, FL 33173.

ARTICLE II

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States, and the State of Florida..
- b. To generally have and exercise all powers, rights and privileges necessary and incidental to carrying out properly the purposes herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the Corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which this Corporation's existence shall begin is the date on which these Articles of Incorporation are filed with the Department of State of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 10 shares of Common Stock, \$0.01 par value per share (the "Common Stock").

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 10830 S.W. 84 Street, Apt. G-1, Miami, FL 33173, and the name of the initial registered agent of this Corporation at that address is Marcia Romero.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) initial director. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than 1. The address of the director of this Corporation is: 10830 S.W. 84 Street, Miami, FL 33173. The name of the director who resides at that address is Jose Romero.

ARTICLE VII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

This Corporation reserves the rights to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE VIII

INDEMNIFICATION

This Corporation shall indemnify and may advance expenses to any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE IX

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

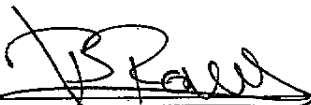
Jose Romero  
10830 S.W. 84 Street  
Apt. G-1  
Miami, FL 33171

OFFICERS

The name and address of the officers of this Corporation are:

<u>Name</u>	<u>Title</u>
Jose Romero	President
Marcia Romero	Secretary

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this \_\_\_\_\_ day of February, 2002.

  
\_\_\_\_\_  
Jose Romero, Incorporator

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON  
WHOM PROCESS MAY BE SERVED

WITNESSETH

That Pepe Cleaning, Inc., desiring to organize under the laws of the State of Florida, has named Jose Romero as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607-0505 of the Florida Statutes.

February \_\_\_\_, 2002.

By:   
Name: Jose Romero  
Title: Registered Agent

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 APR 29 AM 9:16