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ACCOUNT NO. : 0721000000032

REFERENCE : 802510 81034A

AUTHORIZATION : *Patricia Pizoto*

COST LIMIT : \$ 78.75

ORDER DATE : October 31, 2002

ORDER TIME : 10:53 AM

ORDER NO. : 802510-005

CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq
Michael Wm. Mead, Esq

P. O. Drawer 1329

Fort Walton Bea, FL 32549-1329

DOMESTIC FILING

NAME: BEACHY CLEAN CARPET CLEAN,
INC.

EFFECTIVE DATE: _

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
BEACHY CLEAN CARPET CLEAN, INC.

FILED
02 OCT 31 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

Name

The name of this corporation is BEACHY CLEAN CARPET CLEAN, INC.

ARTICLE II.

Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III.

Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV.

Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.

Address

The principal place of business of this corporation shall be 5707 Highway 98 West, Santa Rosa Beach, FL 32459, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.

Amendment

These Articles of Incorporation may be amended in the manner provided by law. The majority of the stockholders entitled to vote thereon shall approve every Amendment at a stockholder's meeting.

ARTICLE VII.
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.
Officers

The names and addresses of the President, Vice-President, Secretary, and Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Michael F. Matz	5707 Highway 98 West Santa Rosa Beach, FL 32459	President, Secretary & Treasurer
Brandon Hobbs	5707 Highway 98 West Santa Rosa Beach, FL 32459	Vice-President

ARTICLE IX.
Subscribers

The name and address of the subscriber of these Articles of Incorporation and the number of shares he agrees to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Michael F. Matz	5707 Highway 98 West Santa Rosa Beach, FL 32459	510
Brandon Hobbs	5707 Highway 98 West Santa Rosa Beach, FL 32459	490

ARTICLE X.
Registered Agent

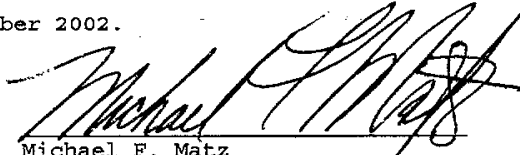
The Registered Agent of the corporation shall be MICHAEL F. MATZ, and the street address of the office, place of business or location for the service of process within this State shall be 5707 Highway 98 West, Santa Rosa Beach, FL 32459.

ARTICLE XI.
Incorporator

The name and address of the incorporator to these Articles of Incorporation are:

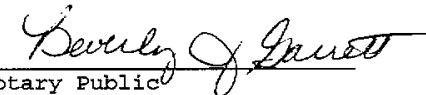
Michael F. Matz 5707 Highway 98 West
Santa Rosa Beach, FL 32459

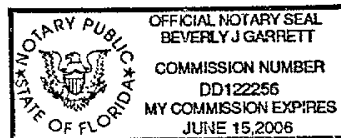
IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this 30th day of October 2002.


Michael F. Matz

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 30th day of October, 2002 by MICHAEL F. MATZ who is personally known to me.


Notary Public
My Commission Expires:



CORPS\Articles of Incorporation
MWM/bjg

STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
02 OCT 31 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

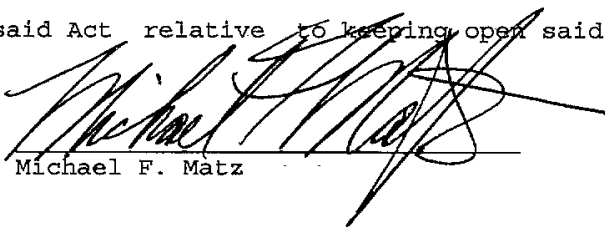
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST:

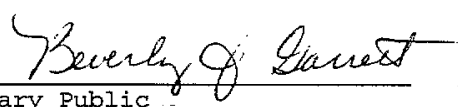
BEACHY CLEAN CARPET CLEAN, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 5707 Highway 98 West, Santa Rosa Beach, FL 32459 (Walton County) has named MICHAEL F. MATZ, located at 5707 Highway 98 West, Santa Rosa Beach, Walton County, Florida 32459 as its agent to accept service of process within this State.

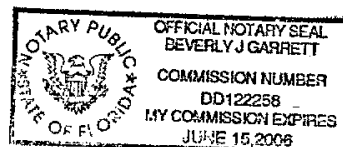
ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at 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.


Michael F. Matz

SWORN TO and subscribed before me by the said Michael F. Matz this 30th day of October, 2002. He is personally known to me.


Notary Public
My Commission Expires:



MICHAEL WM MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329

CORPS\ Registered Agent Acceptance
Beachy Clean Carpet Clean, Inc.
MWM/bjg