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EMPIRE CORPORATE
MAINTENANCE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

progressive maintenance, inc.

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STATE OF FLORIDA
TALLAHASSEE FLORIDA

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Law Designation:
General Practice

October 15, 2002

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

RE: NEW 'S' CORPORATIONS - PROGRESSIVE MAINTENANCE OF
FLORIDA, LLC

Dear Sirs:

I am the secretary for Progressive Maintenance of Florida, LLC which is currently on file with your Division of Corporations and the same members of the LLC are intending to do business under separate and new corporations. This letter is drafted in order to permit the following corporations to be formed within Florida using substantially identical names as the LLC, and they are:

1. Progressive Maintenance of Florida, Inc.
2. Progressive Maintenance, Inc.

It is planned to create Progressive Maintenance of Florida, Inc. first as an "S" corporation and sometime thereafter to form Progressive Maintenance, Inc., both of which will be set up within the state of Florida.

Should you have any questions please do not hesitate to contact our counsel, M. Daniel Sasso at the name and address set forth above and should you require a notarized affidavit or a formal resolution of the LLC please contact his office for the same.

Very truly yours,
Progressive Maintenance of Florida, LLC

By: Janice S. Dougherty
Janice S. Dougherty, Secretary

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ARTICLES OF INCORPORATION

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-of-

TALLAHASSEE FLORIDA

PROGRESSIVE MAINTENANCE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I. Name:

The name of the Corporation is PROGRESSIVE MAINTENANCE, INC.

ARTICLE II. Duration:

The term of existence of the corporation is perpetual.

ARTICLE III. Purpose:

Janitorial cleaning and building maintenance.

The corporation may also transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. Capital Stock:

The aggregate number of shares which the corporation is authorized to issue is 50,000. Such shares will be of a single class and shall have a par value of \$.01 per share.

ARTICLE V. Preemptive Rights Granted:

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional share of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe or to acquire such shares, which may be issued at any time by the corporation after 20,000 shares are issued and fully paid.

Prepared by:
M. Daniel Sasso, P.A.
4223 Del Prado Boulevard
Cape Coral, Florida 33904
941-542-1355
Florida Bar #212377

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ARTICLE VI. Registered Office:

The street address of the initial registered office of the corporation is: 432 St. Andrews Boulevard, Naples, Florida 34113-7600 and the name of the initial registered agent at such address is: STEPHANIE PALLERINO.

The principal office and the corporate headquarters shall be located at the street address of 432 St. Andrews Boulevard, Naples, Florida 34113-7600, with a mailing address of 432 St. Andrews Boulevard, Naples, Florida 34113-7600, and such principal office addresses may change from time to time;

ARTICLE VII. Special Meetings:

Special meeting of the stockholders may be called at any time for any purpose by any officer or director of the corporation or the holders of 50% of all outstanding shares.

ARTICLE VIII.

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purposes. If:

a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which approves, authorizes or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors;

b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent;
or

c) The Contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the Board, a committee or the stockholders.

As to (b), a majority vote of the shares is necessary, however party shares owned or controlled by the director who has an interest in the transaction set out above may not be counted under (b).

ARTICLE IX.

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to the board of directors.

ARTICLE X.

This corporation shall have one Director initially. The number of directors may be either increased or diminished from time to time by the by-laws and the name and address of the initial directors of the corporation are: STEPHANIE PALLERINO, 432 St. Andrews Boulevard, Naples, Florida 34113-7600.

ARTICLE XI.

The name and address of the incorporator is: STEPHANIE PALLERINO, 432 St. Andrews Boulevard, Naples, Florida 34113-7600.

ARTICLE XII. Commencement of Existence:

The corporation shall be deemed to commence its existence on the date of filing of these Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 30 day of October, 2002.

Having been named to accept service of process for PROGRESSIVE MAINTENANCE, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the appointment as registered agent and the obligations of that position pursuant to F.S. 607.0501(3).

Dated: 10/30, 2002.

Stephanie Pallerino
STEPHANIE PALLERINO, Registered Agent

Dated: 10/30, 2002.

Stephanie Pallerino
STEPHANIE PALLERINO, Incorporator

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