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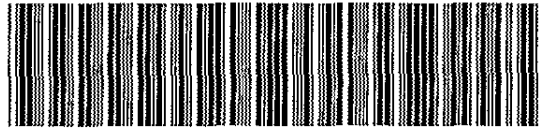
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TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 24, 2003

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Via Federal Express

Re: Articles of Incorporation of JaniWorld, Inc.

Dear Sir/Madam:

Enclosed please find the following:

1. Original, fully executed, Articles of Incorporation for JaniWorld, Inc.;
2. A money order in the amount of \$78.75, representing the filing fee of said Articles and a certified copy of same; and
3. A copy of said Articles.

Please file the original Articles in your office and forward me a certified copy of said Articles as soon as possible.

If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read "Adrian Marchisio", with a long, sweeping horizontal line extending to the right.

Adrian Marchisio

FILED

**ARTICLES OF INCORPORATION
OF
JANIWORLD, INC.**

2003 MAR 25 PM 2: 56

SECRETARY OF STATE
TALLAHASSEE FLORIDA

These articles are filed with the Secretary of State of Florida for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of corporations for profit.

**ARTICLE I
NAME**

The name of the corporation shall be:

JANIWORLD, INC.

**ARTICLE II
MANAGEMENT BY DIRECTORS**

All corporate power, which is not reserved to the shareholders by law or otherwise, shall be exercised exclusively by or under the authority of the Board of Directors, and the business and affairs of this corporation shall be managed under the direction of the Board of Directors. The Board of Directors shall consist of not less than one, nor more than nine, members. A quorum for the holding of a meeting of the Board of Directors and for the transaction of any business which may be properly done by the Board of Directors on behalf of the corporation shall consist of a majority of the members thereof. The Board of Directors shall elect the following officers: a president, a treasurer, and a secretary, and as many vice presidents, assistant secretaries, and assistant treasurers as the Board of Directors, from time to time, deem advisable, and

any one or more of said offices may be held by the same person. The annual meeting of the corporation shall be held on such date as is provided in the By-Laws of the corporation, which said By-Laws may be amended at any time in accordance with their provisions.

ARTICLE III
ACTION BY UNANIMOUS CONSENT

The shareholders or the Board of Directors, by unanimous consent evidenced by a writing included among the minutes of the corporation, may agree to the doing of any act, and such consent in writing as aforesaid shall have the same force and effect as though a formal meeting had been held pursuant to a call being duly made, and as though the said act had been done and authorized, at a meeting at which a quorum had been present.

ARTICLE IV
INITIAL BOARD OF DIRECTORS

Until the shareholders elect directors and same have been duly qualified, the business of the corporation shall be managed by an initial Board of Directors consisting of:

*Adrian Marchisio
13651 Parkerest Blvd., #324
Ft. Myers, Florida 33912*

ARTICLE V
INITIAL OFFICERS

Until the Board of Directors elect officers and same have been duly qualified, the business of the corporation shall be conducted by the following officers:

<i>President / Treasurer / Secretary</i>	<i>Adrian Marchisio</i>
	<i>13651 Parkcrest Blvd., #324</i>
	<i>Ft. Myers, Florida 33912</i>

ARTICLE VI
DURATION

The existence of this corporation shall be perpetual.

ARTICLE VII
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to, any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE VIII
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 600 shares, each of the par value of One Dollar (\$1.00) all to be issued, fully paid, and exempt from assessment.

The capital stock of the corporation may be paid for in property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for such

purpose, or at the organizational meeting. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services to be fixed by the Board of Directors of the corporation. Stock in other corporations or going businesses may be purchased by the corporation in consideration for the issuance of capital stock of the corporation, the said purchase shall be on such basis and terms and for such consideration as the Board of Directors shall determine.

ARTICLE IX **MINIMUM CAPITAL**

The amount of capital with which this corporation may begin business shall be in the sum of not less than Five Hundred Dollars (\$500.00).

ARTICLE X **PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI **PRINCIPAL PLACE OF BUSINESS**

The principal place of business for this corporation shall be located at 13651 Parkcrest Blvd., #324, Ft. Myers, Florida 33912. This corporation shall have full power and authority, nevertheless, to transact corporate business and to establish corporate

offices and corporate agencies at such other places within and without the State of Florida, and in foreign countries, as its directors may from time to time authorize.

ARTICLE XII
CORPORATE POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act and such other power as it may possess as a matter of law, all without limitation.

ARTICLE XIII
INDEMNIFICATION

This corporation shall indemnify any officer, director, agent, or employee and any former officer, director, agent, or employee, to the full extent permitted by law, including, but not limited to, indemnification for counsel fees.

ARTICLE XIV
INITIAL REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of the corporation are:

*Adrian Marchisio
13651 Parkcrest Blvd., #324
Ft. Myers, Florida 33912*

ARTICLE XV
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVI
INCORPORATOR

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

Adrian Marchisio
13651 Parkcrest Blvd., #324
Ft. Myers, Florida 33912

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of March, 2003.



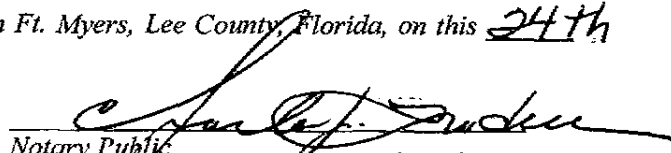
Adrian Marchisio (SEAL)

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day, personally appeared before me, an officer duly authorized to administer oaths and make acknowledgements, Adrian Marchisio, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, or who produced FLDL 33193-0000 as identification and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in Ft. Myers, Lee County, Florida, on this 24th day of March, 2003.

CHARLES J. TRUDELL
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DB164558
EXPIRES 11/13/2006
BONDED THRU 1-888-NOTARY1


Notary Public

My Commission expires: 11/13/2006

REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for JaniWorld, Inc. at the place designated in Paragraph XIV of the foregoing Articles of Incorporation, I am familiar with the duties and responsibilities of a registered agent and hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office.

Dated: 3/24/03


Adrian Marchisio
Registered Agent, JaniWorld, Inc.

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