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SECRETARY OF STATE ALLAHASSEE, FLORIDA

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LAW OFFICES

Schwartz, Gold, Cohen, Zakarin & Kotler, P.A. 54 S.W. BOCA RATON BOULEVARD BOCA RATON, FL 33432-4708 Telephone (561) 361-9600

Facsimile (561) 361-9770

EDWARD 8. COHEN MICHAEL I. KOTLER * ALLAN H. SCHWARTZ RONALD M. ZAKARIN **

* ALSO ADMITTED IN DISTRICT OF COLUMBIA AND PENNSYEVANIA

ALSO ADMITTED IN DISTRICT OF COLUMBIA AND NEW YORK

JOSHUA K. FRIEDMAN DAVID C. KOTLER

PAULA S. GOLD (RETIRED) GREGG H. GLICKSTEIN, OF COUNSEL

August 29, 2003

Via Federal Express 8400 3310 7520

Secretary of State Division of Corporations 409 East Gaines Street Tallahassec, FL 32399

> Re: Incorporation of Gold Coast Cleaning & Restoration, Inc. File Number 4-1426-1

Dear Sir/Madam:

Enclosed please find our law firm's check in the amount of Seventy-Eight Dollars and Seventy-Five Cents (\$78.75) for the filing of the enclosed Articles of Incorporation and Certificate of Designation of Registered Agent relating to the above referenced Corporation. Please file the Articles and return a copy of the filed articles in the enclosed self-addressed stamped envelope.

Thank you for your assistance with this matter.

Very truly yours,

/gla

Enclosures

Georgeann Amodeo

Legal Assistant

03 SEP -2 PM 4: 11

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

ARTICLES OF INCORPORATION

GOLD COAST CLEANING & RESTORATION, INC.

ARTICLE I

<u>NAME</u>

GOLD COAST CLEANING & RESTORATION, INC.

ARTICLE II

PURPOSE

This corporation is organized for the following purposes:

- 1. To acquire, own and operate a carpet and upholstery cleaning and water damage restoration business in Boca Raton, Florida.
- 2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.

(c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 4621 North Dixie Highway, Boca Raton, Florida 33431 The initial registered agent of this corporation is GARY WALTON with his address at 4621 North Dixie Highway, Boca Raton, Florida 33431. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office,

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director, initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

Name Gary Walton Address 4621 North Dixie Highway Boca Raton, Florida 33431

ARTICLE VII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE VIII

INCORPORATOR

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

Gary Walton 4621 North Dixie Highway Boca Raton, Florida 33431

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-That GOLD COAST CLEANING & RESTORATION INC., is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida has named Gary Walton located at 4621 North Dixie Highway, 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 provision of said act relative to keeping open said office.

Print Name: Gary Walton

(Registered Agent)

CRETARY OF SI