

10/15/03 20:33 FAX 407380 353

SANTOS RIVERA

001

Division of Corporations

Page 1 of 1

P03600114526

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000297655 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : SANTOS RIVERA
Account Number : I20000000169
Phone : (407) 380-5353
Fax Number : (407) 380-7353

FLORIDA PROFIT CORPORATION OR P.A.

ALL CLEAN CENTER USA, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 OCT 16 AM 9:13

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

TS
10/16/03

(H03000297655 3)

ARTICLES OF INCORPORATION**ALL CLEAN CENTER USA, CORP.**

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

ARTICLE 1 - NAME

The name of the Corporation shall be

ALL CLEAN CENTER USA, CORP.**ARTICLE - II - Existence**

The Corporation shall have perpetual existence.

ARTICLE - III - Purpose

The general purpose of the business to be transacted by this Corporation is:

- A. Transact any and all lawful business in the state of Florida.
- B. To engage in the service of commercial cleaning of industrial machinery and maintenance as well as all the related services. To export, import and sales of machinery and equipment in the United States and around the world. To represent, sell buy, trade, exchange, and acquire machinery and equipment and related products.
- C. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the accomplishment of the corporation purposes.
- D. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furthermore of any of the purposes enumerated in these Articles of Incorporation or any amendment hereof necessary and incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful manner, pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.
- E. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

FILED
03 OCT 16 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(H03000297655 3)

(H030002974553)

ARTICLE - IV - PRINCIPAL OFFICE

The principal place of business shall be:

3501 West Vine St. #336
Kissimmee, FL 34741

The mailing address of this corporation shall be:

1221 Garden Isle Court
Orlando, FL 32824-6218

ARTICLE - V - CAPITAL STOCK

This corporation is authorized to have 10,000 shares of \$10.00 par value common stock, which shall be designated common shares.

ARTICLE - VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Carlos Alexandre
1221 Garden Isle Court
Orlando, FL 32824-6218

The registered agent of the corporation may be changed at anytime without an amendment of these Articles.

ARTICLE - VII - INCORPORATORS

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

Francisco J. Gonzalez Polvorinos
Av. Mohedano, Edif. Sorocaima, Piso 9 #30
Chacao, Caracas, Venezuela 1060

Manuel U. Gonzalez Gonzalez
Calle El Recreo, Edif. 9, #923
Sabana Grande, Caracas,
Venezuela 1050

(H030002974553)

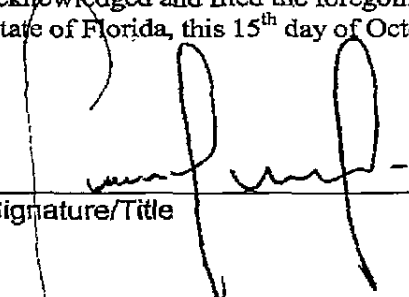
(4030002976553)

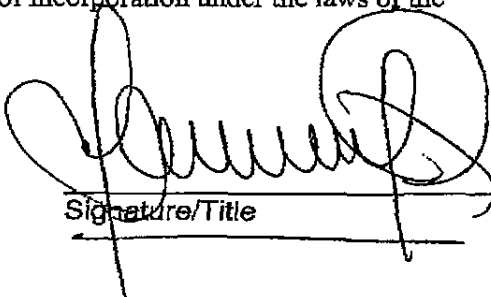
ARTICLE - VIII - DIRECTORS

A Board of one or more Directors shall manage the business and affairs of the corporation. The Board of Directors establishes the number and composition of which Board shall from time to time.

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

IN WITNESS WHEREOF, the undersigned have hereunto set his hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 15th day of October 2003.

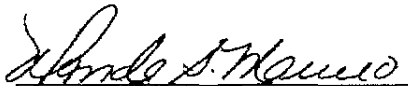

Signature/Title - Pres.


Signature/Title Vice Pres.

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared Mr. Francisco J. Gonzalez Polvorinos and Manuel U. Gonzalez Gonzalez and acknowledged that they have executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 15th day of October 2003.


Notary Public - State of Florida
COMM. #
My commission expires:



Wanda S. Marrero
My Commission DD246921
Expires September 03, 2007

(4030002976553)

10/15/03 20:33 FAX 4073807353

SANTOS RIVERA

005

(H030002976553)

CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1 - The name of the corporation is:

ALL CLEAN CENTER USA, CORP.

2 - The name and address of the registered agent and office is:

Carlos Alexandre
1221 Garden Isle Court
Orlando, FL 32824-6218

SIGNATURE

(CORPORATE OFFICER)

TITLE

President

DATE

10 - 15 - 03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 OCT 16 AM 9:13

FILED

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

(RESIDENT AGENT)

DATE

10/15/2003

(H030002976553)