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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

All Clean Inc

Signature

Requested by:

Name

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

January 26, 2004

CAPITAL CONNECTION INC.

SUBJECT: ALL CLEAN INC.  
Ref. Number: W04000003225

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## ARTICLES OF INCORPORATION

of

ALL Clean, of St. Petersburg, FL, Inc.

A Florida For Profit Corporation

### Preamble

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

### ARTICLE I Corporate Name

The name of this corporation shall be ALL Clean of St. Petersburg, FL, Inc. The business address of the corporation is 2597 35<sup>th</sup> Avenue North, St. Petersburg, FL 33713.

### ARTICLE II Corporate Duration

This corporation shall have a perpetual existence.

### ARTICLE III Corporate Purpose

This corporation is organized for the purpose of transacting any and all lawful business including but not limited to owning and operating a cleaning service.

### ARTICLE IV Corporate Stock

The aggregate number of shares that the corporation is authorized to issue is 1,000,000 shares of common stock. The par value of the shares is \$1.00 per share.

### ARTICLE V Initial Registered Agent and Registered Office

The name of the initial registered agent of the corporation is Bruce G. Kaufmann, J. D., P. A.

The address of the initial registered office of the corporation is Bruce G. Kaufmann, J.D., P.A., 8463 Park Boulevard, Seminole, FL 33777.

**ARTICLE VI**  
**Board of Directors**

The management and control of the corporation shall be vested in a Board of Directors of one or more directors, as provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If State law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable State law. The names and addresses of the first Board of Directors of the corporation are:

Altagracia Languasco  
2597 35<sup>th</sup> Avenue North  
St. Petersburg, FL 33713

Until the first meeting of stockholders, management and control of this corporation shall be vested in the above Board composed of one director. This director shall hold office until his successors are duly elected and qualified.

**ARTICLE VII**  
**Officers**

The Board of Directors shall, at its initial meeting, elect a President, Vice-President, Secretary and Treasurer and such other officers as the Board from time to time shall designate. Until the first Board of Directors meeting and until officers are selected, the following named persons shall hold the below designated offices until their successors are elected and qualified:

President: Altagracia Languasco  
Secretary: Altagracia Languasco  
Treasurer: Altagracia Languasco

ARTICLE VIII  
Incorporator

The name and address of the incorporator of the corporation is: Altagracia Languasco, 2597 35<sup>th</sup> Avenue North, St. Petersburg, FL 33713.

ARTICLE IX  
Indemnification

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X  
By-Laws

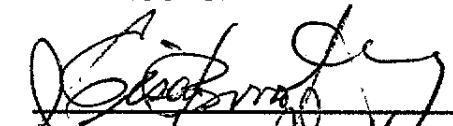
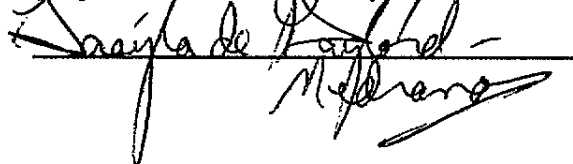
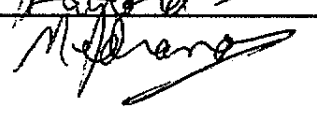
The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

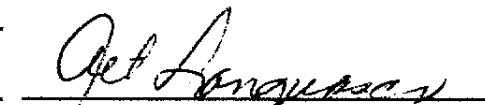
ARTICLE XI  
Amendment

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14 day of January, 2004.

WITNESSES:

  
\_\_\_\_\_  
  
\_\_\_\_\_  
  
\_\_\_\_\_

  
\_\_\_\_\_  
Altagracia Languasco, as Incorporator



Karyl L. Kaufmann  
My Commission CC953899  
Expires July 28, 2004

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Altagracia Languasco, as Incorporator, to me well known to be the person described in and who acknowledged before me that she executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 14<sup>TH</sup> day of January, 2004.

  
Notary Public

My Commission Expires:

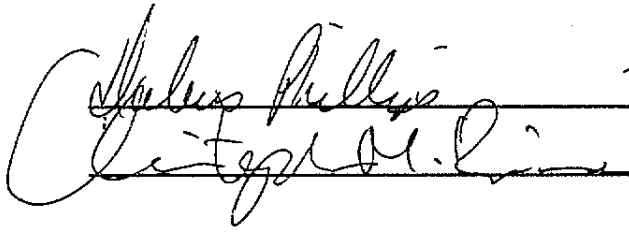
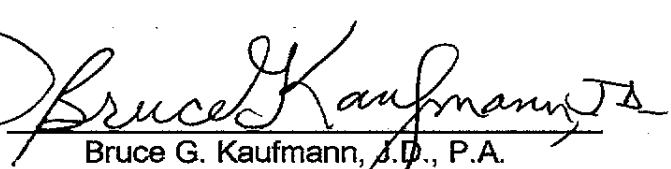


Karyl L. Kaufmann  
My Commission CC963899  
Expires July 28, 2004

Acceptance of Registered Agent

IN WITNESS WHEREOF, the undersigned registered agent hereby accepts such designation on this 14<sup>th</sup> day of January, 2004.

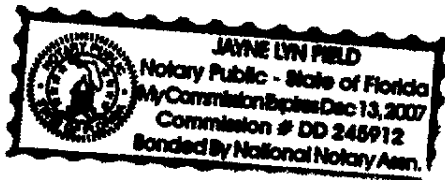
WITNESSES:


  
Christopher M. Linn  
  
Bruce G. Kaufmann, J.D., P.A.  
as Registered Agent

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Bruce G. Kaufmann, J.D., as Registered Agent, to me well known to be the person described in and who acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 16 day of January, 2004.



  
Notary Public

My Commission Expires: Dec 13, 2007

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