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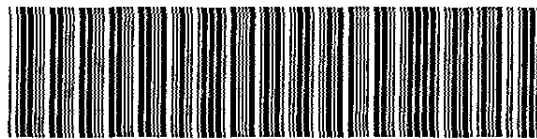
(Business Entity Name)

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SEC. OF STATE
TALLAHASSEE, FLORIDA

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January 28, 2004

VIA UPS TWO DAY AIR

Florida Department of State
Division Of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **Good Guys Carpet Care, Inc.**

I have enclosed for filing the ARTICLES OF INCORPORATION of Good Guys Carpet Care, Inc. Please return a certified copy of the Articles to this office. I also have enclosed my firm check in the amount of \$78.75 representing the filing fee and the cost of a certified copy.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,



William L. Thompson, Jr.

WLT/cbm

Enclosures

ARTICLES OF INCORPORATION
OF
GOOD GUYS CARPET CARE, INC.

FILED
04 JAN 29 PM 5:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is "Good Guys Carpet Care, Inc."

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of operating a carpet cleaning business and engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of common stock having a one cent par value (\$.01) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 6005-105 Powers Avenue, Jacksonville, FL 32217. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 6005-105 Powers Avenue, Jacksonville, FL 32217, and the name of the initial registered agent of this corporation at that address is : Andrea D. Trainor. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Andrea D. Trainor

6005-105 Powers Avenue, Jacksonville, FL 32217

ARTICLE VII

BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE VII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

ARTICLE IX

TERM OF EXISTENCE

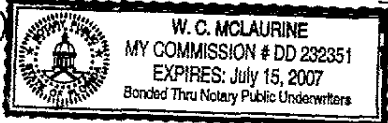
The term for which this corporation shall exist shall be perpetual, commencing on the date of the filing of these Articles with the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed her seal this 14 day of January, 2004.

Andrea D. Trainor (SEAL)
Andrea D. Trainor, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 14 day of JAN, 2004 by Andrea D. Trainor, who [] is personally known to me or [X] who has produced ___ as identification and who did not take an oath.

W. C. McLaurine
(SEAL)  Print Name: W. C. MCLAURINE
Notary Public, State of Florida

The notary seal is rectangular with a decorative border. It contains the text: 'W. C. MCLAURINE', 'MY COMMISSION # DD 232351', 'EXPIRES: July 15, 2007', and 'Bonded Thru Notary Public Underwriters'. To the left of the seal is the word '(SEAL)'.

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Good Guys Carpet Care, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 6005-105 Powers Avenue, Jacksonville, Florida 32217.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at _____, DUVAL County, Florida, on this 14 day of JAN, 2004.

Andrea D. Trainor
Print Name: Andrea D. Trainor
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JAN 29 PM 5:03

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