

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

CHOICE ENVIRONMENTAL SERVICES OF MIAMI, INC.

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**ARTICLES OF INCORPORATION
OF
CHOICE ENVIRONMENTAL SERVICES OF MIAMI, INC.,
a Florida corporation**

The undersigned, acting as incorporator of a Florida corporation, hereby makes, executes and acknowledges these Articles of Incorporation pursuant to the Florida Business Corporation Act for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Corporation is CHOICE ENVIRONMENTAL SERVICES OF MIAMI, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of the Company is 1112 Venetian Boulevard, Islamorada, Florida 33036.

**ARTICLE III
PURPOSE**

The purpose of the Corporation shall be to engage in and transact any and all business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The total number of shares of capital stock which the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, par value \$.001 per share.

**ARTICLE V
BOARD OF DIRECTORS**

The Corporation shall have at least one (1) and no more than seven (7) directors. As of the date of filing of these Articles of Incorporation with the Florida Secretary of state, the number of directors shall be one, subject to increase up to seven (7) or decrease at any time, or from time to time, by the Board of Directors; provided that the Board of Directors shall never comprise less than one director.

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**ARTICLE VI
AFFILIATED TRANSACTIONS**

The Corporation elects not to be governed by Section 607.0901 of the Florida Business Corporation Act.

**ARTICLE VII
REGISTERED AGENT**

The initial Registered Agent of this Corporation is Franklin H. Caplan, Esq., 200 South Biscayne Boulevard, Suite 1000, Miami, Florida 33131.

The written acceptance of the Registered Agent, as required in Section 607.0501(3) of the Florida Business Corporation Act, is attached hereto.

**ARTICLE VIII
INCORPORATOR**

The name and address of the incorporator are as follows:

Franklin H. Caplan, Esq.,
Berger Singerman, P.A.
200 South Biscayne Boulevard
Suite 1000
Miami Florida 33131

IN WITNESS WHEREOF, the Incorporator named above has caused these Articles of Incorporation to be executed this 5th day of February, 2004.

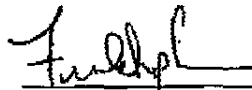

Franklin H. Caplan, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the Registered Agent of the Corporation, and I agree to comply with the provisions of the laws of the State of Florida, including Section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process. I am familiar with and accept the obligations provided for in Chapter 617, Florida Statutes.

Date: February 5, 2004



Name: Franklin H. Caplan
Registered Agent

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