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#### AFFORDABLE LEGAL CLINIC, INC.

426 E. Highway 434 • Winter Springs, Florida 32708 (407) 327-5297 • FAX: (407) 327-1315

April 26, 2005

Secretary of State
Division of Corporations
Post Office Box 6327
The Capitol
Tallahassee, Florida 32399-6327

Re: ONE CALL CLEANING AND BUILDING MAINTENANCE, INC.

Division of Corporations:

Enclosed please find two copies of the Articles of Incorporation and Registered Agents' Certificate for a new Florida corporation now being formed -- ONE CALL CLEANING AND BUILDING MAINTENANCE, INC. Please note under ARTICLE V that the initial President of the corporation is PAUL DEMARIA.

Also enclosed please find our check in the amount of \$70.00. This check includes payment for the following:

Filing fee \$35 Registered Agent's Designation 35

TOTAL \$70.00

Please send the duplicates of the Articles of Incorporation and Registered Agent's Certificate to Affordable Legal Clinic, Inc., 426 E. Hwy 434, Winter Springs, Florida 32708.

Your cooperation in this matter is appreciated.

Sincerely,

Thomas A. Binford

Enclosures TAB:rr

#### ARTICLES OF INCORPORATION

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OF

# ONE CALL CLEANING AND BUILDING MAINTENANCE INC.

#### ARTICLE I. NAME.

The name of this Corporation is ONE CALL CLEANING AND BUILDING MAINTENANCE INC.

#### ARTICLE II. DURATION.

This Corporation shall have perpetual existence.

#### ARTICLE III. PURPOSE.

This Corporation is organized to transact and carry on any activity or business permitted under the laws of the United States of America and the State of Florida.

#### ARTICLE IV. CAPITAL STOCK.

This Corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

#### ARTICLE V. MANAGEMENT.

- A. Pursuant to the provisions of §607.111, Florida Statutes, as the same exists upon the adoption of these Articles of Incorporation, the business of this Corporation may be managed by the shareholders of the Corporation, rather than by a Board of Directors.
- B. Should the shareholders of the Corporation so elect, they may by resolution and bylaw establish a Board of Directors to manage the business of this Corporation. In such event, the shareholders shall prescribe the duties, functions and methods of operation of such Board of

Directors with particularity and in appropriate bylaws. Initial President of this corporation shall be PAUL DEMARIA.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The mailing address of the initial registered agent of this Corporation is 439 Longwood Circle, Longwood, Florida 32750. The name and address of the initial registered agent of this Corporation is PAUL DEMARIA, 439 Longwood Circle, Longwood, Florida 32750. The principal street address of the Corporation is 439 Longwood Circle, Longwood, Florida 32750. The principal mailing address of the Corporation is P. O. Box 181205, Casselberry, FL 32718

#### ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is: PAUL DEMARIA, 439 Longwood Circle, Longwood, Florida 32750.

#### ARTICLE VIII. PRE-EMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price per share at which shares are offered to others.

#### ARTICLE IX. AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the shareholders representing a majority of the outstanding shares of the Corporation entitled to vote thereon.

### STATE OF FLORIDA

#### COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgment, PAUL DEMARIA, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily and for the purposes therein expressed. PAUL DEMARIA presented FL. DR LIC
as identification.
WITNESS my hand and official seal at Winter Springs, County of Seminole, State of Florida, this 26 day of, 200
Thomas Blood

Notary Public

Thomas A. Binford
My Commission DD245943
Expires November 13, 2007

#### CERTIFICATE OF REGISTERED AGENT

**FOR** 

FILED

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## ONE CALL CLEANING AND BUILDING

TALLAHASSEE, FLORIDA

### MAINTENANCE INC.

#### DESIGNATION

I, PAUL DEMARIA, as the Incorporator named in the Articles of Incorporation of ONE CALL CLEANING AND BUILDING MAINTENANCE INC., a corporation for profit, hereby designate PAUL DEMARIA as Registered Agent for the service of process within the State of Florida for ONE CALL CLEANING AND BUILDING MAINTENANCE INC. The street address of the initial registered agent of this Corporation is 439 Longwood Circle, Longwood, Florida 32750. The principal street address of the Corporation is 439 Longwood Circle, Longwood, Florida 32750. The name and address of the initial registered agent of this Corporation is PAUL DEMARIA, 439 Longwood Circle, Longwood, Florida 32750. This designation is made in conformity with §48.092 and §607.1501 - .1505, Florida Statutes.

PAUL DEMARIA

#### **ACCEPTANCE**

I, PAUL DEMARIA, doing business at the street address of 439 Longwood Circle, Longwood, Florida 32750, do hereby consent to my appointment as Registered Agent for the service of process upon ONE CALL CLEANING AND BUILDING MAINTENANCE INC., a Florida corporation. I am familiar with and accept the obligation provided for in §48.091 and §607.1501 - .1505, Florida Statutes.

PAUL DEMARIA