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Steve C. Aridar 550 (Requestor's Name)
315 S.F. 7th Street
Suite 100 (1st Floor)
Ft Lauderdale FL 33301 (City/State/Zip/Phone #)
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# STEVE C. GRIDER

Attorney at Law

315 S.E. 7th Street, First Floor Ft. Lauderdale, FL 33301

Telephone (954) 522-1177

February 26<sup>th</sup>, 2008

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Alba & Sons Commercial Cleaning Company

Dear Sirs,

Enclosed for filing please find one original and two copies of the articles of incorporation and a \$87.50 U.S. Money order payable to the Florida Department of State, representing the Filing Fee and fees for a Certified Copy and Certificate of Status.

Thank you for your time and consideration in this matter.

Sincerely,

Steve C. Grider

Enc: per above.

FILED

#### ARTICLES OF INCORPORATION

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**FOR** 

SECRETARY OF STATE ALLAHASSEE, ELORIDA

# ALBA & SONS COMMERCIAL CLEANING COMPANY

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit pursuant to the Florida General Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

#### ARTICLE I - NAME.

The name of the corporation is ALBA & SONS COMMERCIAL CLEANING COMPANY.

#### **ARTICLE II - NATURE OF BUSINESS**

This corporation is organized for the purpose of engaging in any lawful business activity for which a Florida Corporation may engage, including the Cleaning of Commercial Buildings, and transacting any or all lawful business, including but not limited to:

- (a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, public or private, with their appurtenances and to manage, operate, lease, rent, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied and to encumber or dispose of any lands or interests in lands and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved, and any right or interest therein.
  - (b) To acquire by purchase, lease, manufacture, or otherwise, any personal property

deemed necessary or useful in the equipment, furnishing or improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade or deal in any personal property deemed beneficial to the corporation and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

- (c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created by another corporation of the State of Florida or any other state or government and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (f) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation or calculated to facilitate the same.
- (g) To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

- (h) To engage in any and all lawful businesses, trades, occupations and professions.
- (i) To do any or all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world as principals, agents, contractors or otherwise, alone, or in company with others and to do and perform all other things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts named above.

  The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in any wise limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this article shall be regarded as independent objects and powers.

#### **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is **Two Hundred** (200) shares of common stock, each having a par value of \$1.00. Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

#### **ARTICLE IV - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE V - ADDRESS**

The initial Florida Street / Mailing address of the principal office of this corporation is 627 S.E. 4<sup>th</sup> Avenue, #306, Ft. Lauderdale, Florida 33301. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

#### **ARTICLE VI - DIRECTORS**

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the Shareholders and serve as provided in the By-Laws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The corporation shall have 1 (One) director initially.

#### **ARTICLE VII - INITIAL DIRECTOR**

The names and street addresses of the first Board of Directors who shall hold their office until their successors are elected and have qualified, are as follows:

Name

Address

**Astrit Turrabi** 

627 S.E. 4<sup>th</sup> Avenue, #306 Ft. Lauderdale, Florida 33301

#### **ARTICLE VIII - INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation shall be Astrit Turrabi, 627 S.E. 4<sup>th</sup> Avenue, #306, Ft. Lauderdale, Florida 33301.

### <u>ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT</u>

The Florida street address of the initial registered office of this corporation is 627 S.E. 4<sup>th</sup> Avenue, #306, Ft. Lauderdale, Florida 33301 and the name of the initial registered agent of this corporation is Astrit Turrabi.

## **ARTICLE X - EFFECTIVE DATE**

These Articles of Incorporation shall be effective and the corporation's existence shall begin upon the filing of these articles with the Florida Department of State, Division of Corporations, or such other date as required by Florida law.

**ARTICLE XI - VOTING RIGHTS** 

Except as otherwise provided by law, the entire voting power for the election of directors

and for all other purposes shall be vested exclusively in the holders of the outstanding common

shares.

**ARTICLE XII - BY-LAWS** 

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

Directors and the Shareholders.

ARTICLE XIII - INDEMNIFICATION

This corporation may indemnify any officer or director or any former officer or director

to the extent permitted by law.

ARTICLE XIV - PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights as provided for by the Florida General

Corporation Act.

ARTICLE XV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every

amendment shall be approved by the Board of Directors, proposed to them by the Shareholders

and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon,

unless all the Directors and all the Shareholders sign a written statement manifesting their

intention that a certain amendment of these Articles of Incorporation be made.

Dated: February 22<sup>nd</sup>, 2008.

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# **ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

Dated: February 22<sup>nd</sup>, 2008.

Astrit Turrabi, as Registered Agent

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