

*Law Offices of*  
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in Bankruptcy

Also Licensed in Mississippi

February 28, 1995

**P95000017894**

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

RECEIVED  
FEB 28 1995  
DEPT. OF CORP.  
TALLAHASSEE, FL  
\*\*\*\*\*

RE: Bennett's Total Cleaning Services, Inc.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation for Bennett's Total Cleaning Services, Inc., together with our firm's check in the amount of \$122.50 in payment of filing fees, a certified copy fee and the Certification of Registered Agent fee.

Please file the original and return a certified copy to the above address.

Sincerely,

*P.S. Fetterman*

P.S. Fetterman, Legal Secretary  
to James C. Fetterman, Esquire

:psf  
enclosures

FILED  
MAR 2 1995  
FBI - TAMPA

ARTICLES OF INCORPORATION

OF

BENNETT'S TOTAL CLEANING SERVICES, INC.

FILED  
MAR -3 1956  
12:14 PM  
TALLAHASSEE, FLA.

ARTICLE I - NAME

The name and physical address of this Corporation is 646 Ponder Avenue, Sarasota, Florida 34232.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on this date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.01 par value common stock which shall be designated as "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 646 Ponder Avenue, Sarasota, Florida 34236, and the

name of the initial registered agent of this Corporation at that address is Brian Lee Bennett.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws, however, there shall never be less than one (1) Director nor more than five (5). The names and addresses of the initial Board of Directors of the Corporation are:

Brian Lee Bennett, 646 Ponder Ave., Sarasota, FL  
Suzann E. Bennett, 646 Ponder Ave., Sarasota, FL

#### ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these Articles is: Brian Lee Bennett, 646 Ponder Avenue, Sarasota, Florida

#### ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

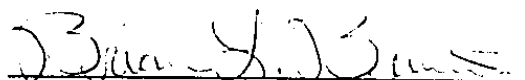
#### ARTICLE X - STOCK TRANSFER RESTRICTIONS

Any Shareholder Agreement in which this Corporation becomes a party to shall operate as a restriction on the transfer of stock of this Corporation.

#### ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 22nd day of February, 1995.

  
Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that Bennett's Total Cleaning Services, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 646 Ponder Avenue, Sarasota, Florida, has named Brian Lee Bennett located at 646 Ponder Ave, Sarasota, Florida, as its agent to accept service of process within Florida.

Dated: Feb., 22, 1995

  
\_\_\_\_\_  
Brian Lee Bennett

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
\_\_\_\_\_  
Brian Lee Bennett, Registered Agent

(C:\CORP\bonnett)

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