

**P95000021478**

LAW OFFICES OF

**Brandon J. Douglas**

Brandon J. Douglas

March 29, 1995

Dr. Cooper  
Steven J. Greenwald  
S. Richard Kaplan

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

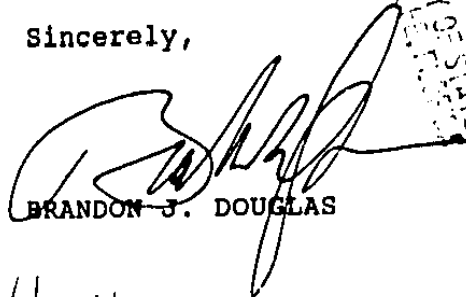
Re: Articles of Incorporation of  
Sanitation Pro Janitorial, Inc.

Dear Sir or Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation for Sanitation Pro Janitorial, Inc. and the Acceptance of Registered Agent. Also enclosed is a check made payable for the Secretary of State in the amount of \$122.50 to cover the filing fees. Please forward the certified copy of the Articles to this office in the enclosed, self-addressed, stamped envelope.

Thank you for your attention regarding this matter. If you have any questions, please do not hesitate to contact me.

Sincerely,

  
BRANDON J. DOUGLAS

BJD/ncd  
enclosures

Haney GAVE  
AUTHORIZATION BY PHONE TO

CORRECT Reg. agent address

DATE 4/6/95

DOC. EXAM. BSB

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\*\*\*\*122.50 \*\*\*\*122.50

APR 6 1995

BSB

**ARTICLES OF INCORPORATION  
OF  
SANITATION PRO JANITORIAL, INC.**

FILED  
65 APR -2 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator pursuant to and under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE I**

The name of the corporation is: SANITATION PRO JANITORIAL, INC.

**ARTICLE II**

The corporation shall commence its existence upon filing with the Secretary of State of Florida, and its existence thereafter shall be perpetual.

**ARTICLE III**

The purpose of this corporation is to engage in the transaction of any and all business permitted under the Laws of the United States and of the State of Florida.

**ARTICLE IV**

The aggregate number of shares of capital stock that the corporation shall have authority to issue is One Hundred (100) shares of common stock, each having a par value of One Dollar (\$1.00) per share. The initial distribution of the stock shall be 50 shares to WINSTON WOODSTOCK and 50 shares to SWARNATHILAKA P.W. SIRIWARDANA.

#### **ARTICLE V**

The initial registered office of the corporation is ~~4119 N.~~  
106 South East 9th Street 33316  
~~State Road 7, Suite 9081~~, Fort Lauderdale, Florida ~~33319~~. The  
name of the initial registered agent to accept service of process  
at such address, as set out in the Florida Statutes Section  
607.164 is BRANDON J. DOUGLAS, ESQUIRE. The Board of Directors  
may in its sole discretion change the location of the corporation  
and the designation of the registered agent for service of  
process and notify the Secretary of State of same, without the  
need of any amendment to these Articles of Incorporation. The  
Corporation's principal office and the Corporation's mailing  
address are both 4119 N. State Road 7, Suite 9081, Fort  
Lauderdale, Florida 33319.

#### **ARTICLE VI**

The number of directors of this corporation shall consist of  
one (1) or more members, as may be more specifically stated in  
the By-Laws of the corporation. The name and address of the  
initial Board of Directors of the corporation is:

WINSTON WOODSTOCK  
President/Treasurer  
3650 NW 29th Street  
Fort Lauderdale, FL 33309

SWARNATHILAKA P.W. SIRIWARDANA  
Vice President/Secretary  
3650 NW 29th Street  
Fort Lauderdale, FL 33309

Said director(s) shall hold office for the first year of the  
corporation's existence, or until the successors are elected and  
qualified.

#### **ARTICLE VII**

The name and address of the person(s) signing these Articles of Incorporation as subscriber and incorporator is:

WINSTON WOODSTOCK  
President/Treasurer  
3650 NW 29th Street  
Fort Lauderdale, FL 33309

SWARNATHILAKA P.W. SIRIWARDANA  
Vice President/Secretary  
3650 NW 29th Street  
Fort Lauderdale, FL 33309

#### **ARTICLE VIII**

This corporation shall adopt By-Laws and said By-Laws shall be made by the Board of Directors and may be amended, altered or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

Members of the Board of Directors or the Executive Committee, if any, shall be deemed present at a meeting of such Board or Committee if a conference, telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other, is used.

The corporation may confer powers, limitations of the powers and regulate the powers of the corporation, the Directors and all the stockholders of all classes, including but not limited to, provisions for cumulative voting for the directors, election of officers, and provisions governing the issuance of stock certificates. The foregoing powers and limitations may be incorporated in the corporation's By-Laws, or placed in the

corporate Minutes after authorization by a majority vote of the shares entitled to vote.

The corporation as designated from time-to-time by the Board of Directors, or its shareholders acting in place of the Board of Directors, if there be no Board of Directors, shall have the power to hold its respective directors' and shareholders' meetings outside the State of Florida, and to keep its books (subject to the Florida General Corporation Act) outside the State of Florida.

#### **ARTICLE IX**

The shareholders of all classes are herein specifically denied any pre-emptive rights as to new issues of newly authorized shares, as to new issues of originally authorized shares.

#### **ARTICLE X**

Amendments to these Articles of Incorporation shall be adopted by a majority vote of the Board of Directors and proposed by said Board of Directors to the shareholders of the corporation at any regular or special meeting of the shareholders called for that purpose. A majority vote of all shareholders present and entitled to vote at a duly constituted meeting of the shareholders called for the aforesaid purpose shall be necessary to amend these Articles of Incorporation.

#### **ARTICLE XI**

Every Director, and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or

impose upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided that in the event of a settlement, indemnification shall apply only when the Board of Directors approve such settlement and reimbursement as being for the best interest of the corporation.

The foregoing rights of indemnification shall be in addition to, and not exclusive of all other rights to which such director or officer may be entitled.

IN WITNESS WHEREOF, I have hereunto set my hand and seal.  
acknowledged and filed the foregoing Articles of Incorporation pursuant to and under the laws of the State of Florida, this  
29<sup>th</sup> day of March, 1995.

By: 

WINSTON WOODSTOCK

By: 

SWARNATILAKA P.W. SIRIWARDANA

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this  
29<sup>th</sup> day of March, 1995, by WINSTON WOODSTOCK, who is  
personally known to me or who has produced identification as  
shown below and did take an oath.

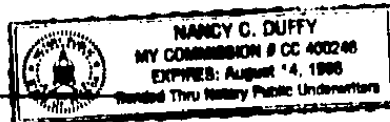
SWORN to and SUBSCRIBED before me on the day and year above  
written.

Nancy C. Duffy  
Notary Public

Nancy C. Duffy  
Printed Notary Public Signature

My Commission Expires:

Commission Number: \_\_\_\_\_



Notary Check one:

( ) Person or persons signing document personally known to  
me.

(✓) Person or persons signing document provided the  
following form of identification:

Type: Florida Drivers License  
Serial No.: W323-881-49-099-0

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this  
29<sup>th</sup> day of March, 1995, by SWARNATHILAKA P.W. SIRIWARDANA,  
who is personally known to me or who has produced identification  
as shown below and did take an oath.

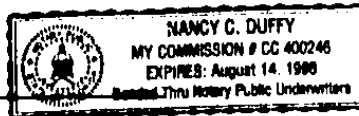
SWORN to and SUBSCRIBED before me on the day and year above  
written.

Nancy C. Duffy  
Notary Public

Nancy C. Duffy  
Printed Notary Public Signature

My Commission Expires:

Commission Number: \_\_\_\_\_



Notary Check one:

( ) Person or persons signing document personally known to  
me.

(✓) Person or persons signing document provided the  
following form of identification:

Type: Florida Drivers License  
Serial No.: 5663-780-46-008-8

FILED

95 APR -3 PM 12:55

**ACCEPTANCE OF REGISTERED AGENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as Registered Agent to accept service of process for the above-stated corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments thereto and to comply with the provisions of all other Statutes relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,  
this 30<sup>th</sup> day of March, 1995.



BRANDON J. DOUGLAS, ESQ.  
106 SE 9th Street  
Fort Lauderdale, FL 33316