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FLORIDA
DIVISION OF CORPORATIONS
65138-7 ERIID:21

March 16, 1995

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

Re: Classic Carpet Cleaning, Inc.

Dear Sir or Madam:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation, together with a check in the amount of \$122.50, said check allocated as follows:

\$35.00 - filing fee
\$35.00 - registered agent fee
\$52.50 - certified copy

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Please certify and return one copy of the Articles of Incorporation.

Thank you for your cooperation in this matter.

Very truly yours,

J. P. Sherwood / *[Signature]*
J. P. SHERWOOD

Enclosures

3806 SE 4TH PL.
CAPE CORAL FL.
33904

[Handwritten] 4-13

ARTICLES OF INCORPORATION

95 APR -7 AM 10:21

The undersigned, acting as incorporators of a corporation under the laws of the State of Florida, Florida Statutes, Chapter 607, and hereby set forth and declare:

C H A R T E R

Article I

The name of the corporation shall be CLASSIC CARPET CLEANING, INC.

Article II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article III

The aggregate number of shares which the corporation shall have authority to issue shall be 10,000 shares of \$1.00 par value common stock, which shall be nonassessable and held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine. The shares of the Corporation shall not be divided into classes and the Corporation is not authorized to issue shares in series.

Article IV

The corporation shall commence business on filing with the Secretary of State, and it shall be perpetual until dissolved as provided by law.

Article V

The principal place for the transaction of its business shall be 3608 SE 4th Place, the City of Cape Coral, County of Lee, in the State of Florida. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

Article VI

The corporation shall have a Board of Directors of not less than one (1) director, which number may be increased or decreased from time to time. The number of directors shall be established by the Shareholders at their annual meeting or any special meeting called for such purpose, unless the number is fixed by the Bylaws.

Article VII

The initial Board of Directors shall consist of two (2) members, who need not be residents of the State of Florida or shareholders of the Corporation. The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

RICHARD A. GIARRUSSO
4719 SE 17th Place, Apt. 101
Cape Coral, FL 33904

President/Secretary

J. P. SHERWOOD
3608 SE 4th Place
Cape Coral, FL 33904

Vice President/Treasurer

Article VIII

The names and post office addresses of the incorporators and initial subscribers of this corporation, with the number of shares subscribed for, are as follows:

RICHARD A. GIARRUSSO	50 Shares
J. P. SHERWOOD	50 Shares

Article IX

The amount of indebtedness or liability to which the corporation at any time may subject itself shall be unlimited.

Article X

The street address of the initial registered office of this corporation is 3608 SE 4th Place, Cape Coral, Florida 33904, and the name of the initial registered agent of this corporation at that address is J. P. SHERWOOD.

Article XI

This corporation elects to have preemptive rights. Each 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 XII

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt

Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

Article XIII

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Article XIV

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other right which he may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

Article XV

A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer, or director of a corporation so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he, or any firm of which he is a member or any corporation of which he is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events

above described or prevent the authorized approval of such contracts in any other manner permitted by law.

IN WITNESS WHEREOF, We, the undersigned being the sole subscribers to the capital stock hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, heroby certifying that the facts therein stated are true, and heroby agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and accordingly set our hands and seals at Cape Coral, Florida, this 17th day of March, 1995.

Richard A. Giarrusso (SEAL)
RICHARD A. GIARRUSSO

J. P. Sherwood (SEAL)
J. P. SHERWOOD

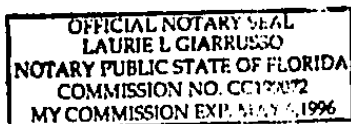
STATE OF FLORIDA)
) §
COUNTY OF LEE)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgements and administer oaths personally appeared RICHARD A. GIARRUSSO and J. P. SHERWOOD, who are known to me to be the persons who made and subscribed to the foregoing Articles of Incorporation, and certify and acknowledge that they made and executed said certificate for the use and purposes therein expressed,

WITNESS my hand and official seal this 17th day of March, 1995.

Laurie L. Giarrusso
Notary Public LAURIE L. GIARRUSSO

My Commission Expires:



In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act: FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
95 APR -7 AM 10:21

First--That CLASSIC CARPET CLEANING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Cape Coral, County of Lee, State of Florida, has named J. P. SHERWOOD, located at 3608 SE 4th Place, City of Cape Coral, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY: 
J. P. SHERWOOD, Registered Agent