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FILED

95 MAY -1 AM 9:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 27, 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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****122.50 ****122.50

Re: Florida's Finest Carpet and Upholstery Care, Inc.

Dear Sir:

Enclosed are the original Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$122.50 which represents the \$35.00 filing fee, \$52.50 fee for the certified copy of the Articles of Incorporation and \$35.00 for the registered agent fee.

Please file the Articles of Incorporation, certify and return the copy. Please contact me at your earliest convenience should you have any questions or comments concerning this matter.

Sincerely,



Ginger Cassada
Legal Assistant

Enclosure
/gc

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MAY 5 1995 BSB

ARTICLES OF INCORPORATION

OF

**FLORIDA'S FINEST CARPET
AND UPHOLSTERY CARE, INC.**

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SECRETARY OF STATE
TAMPA, FLORIDA

The Undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1.0 NAME AND ADDRESS

The name of the Corporation is: Florida's Finest Carpet and Upholstery Care, Inc. The principal office and mailing address is 5028 Richard Lane, Jacksonville, Florida 32216.

ARTICLE 2.0 DURATION

The duration of the Corporation is perpetual.

ARTICLE 3.0 PURPOSE

The general purpose for which the Corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

ARTICLE 4.0 SHARES

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01/100 per share.

ARTICLE 5.0 INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the initial registered office of the Corporation is 5028 Richard Lane, Jacksonville, Florida, 32216, and the name of the initial registered agent at that address is Jack L. Newnham.

ARTICLE 6.0 DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1) . The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The names and addresses of the initial Directors of the Corporation are as follows:

Jack L. Newnham	5028 Richard Lane Jacksonville, Florida 32216
Ray W. Register	5028 Richard Lane Jacksonville, Florida 32216

ARTICLE 7.0 THE NAME AND ADDRESS OF EACH INCORPORATOR

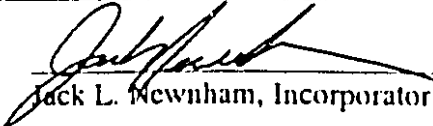
The names and addresses of the Incorporators are as follows:

Jack L. Newnham	5028 Richard Lane Jacksonville, Florida 32216
Ray W. Register	5028 Richard Lane Jacksonville, Florida 32216

ARTICLE 8.0 AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned has signed these Articles of Incorporation on this 25th day of April, 1995.


Jack L. Newnham, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 25th day of April, 1995, by Jack L. Newnham of Florida's Finest Carpet and Upholstery Care, Inc., a Florida Corporation, on behalf of the Corporation. He is personally known to me or has produced Florida Driver's License as identification.


Signature of Notary Public


Printed Name of Notary

Notary's Seal:



OFFICIAL SEAL
Jeffrey Todd Watson
My Commission Expires
April 28, 1997
Comm. No. CC 281373

IN WITNESS WHEREOF the undersigned has signed these Articles of Incorporation on this 25th day of April, 1995.


Ray W. Register, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 25th day of April, 1995, by Ray W. Register of Florida's Finest Carpet and Upholstery Care, Inc., a Florida Corporation, on behalf of the Corporation. He is personally known to me or has produced Florida Driver's License as identification.


Signature of Notary Public

Printed Name of Notary

Notary's Seal:



OFFICIAL SEAL
Jeffrey Todd Watson
My Commission Expires
April 28, 1997
Comm. No. CC 281373


ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

95 MAY -1 AM 9:55

SECRETARY OF STATE
CLARK COUNTY - NEVADA

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Jack L. Newphum, Registered Agent

Date: April 25th, 1995