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GODBOLD, DOWNING, SHEAHAN & BATTAGLIA

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

95 JUL 25 PM 12:43

222 WEST COMBLOCK AVENUE.
SUITE 101
WINTER PARK, FLORIDA 32789

POST OFFICE BOX 1984
WINTER PARK, FLORIDA 32790
TELEPHONE (407) 847-4410
FACSIMILE (407) 847-7089

GENE H. GODBOLD
GRANT T. DOWNING
MICHAEL J. SHEAHAN
WILLIAM P. BATTAGLIA
JANET M. LOWER

July 24, 1995

FEDERAL EXPRESS

Mr. John Hall
Hall's Delivery Service
464 E. Freddy Martin
Tallahassee, Florida 32301

100001545611
-07/25/95--01078--008
****122.50 ****122.50

Re: Southern Commercial Maintenance, Inc.

Dear John:

Enclosed herein please find this law firm's check in the amount of \$122.50 made payable to the Secretary of State, together with the original and one executed copy of Articles of Incorporation for the above referenced corporation. Please file these Articles with the Secretary of State and return one certified copy to the undersigned via Federal Express.

Thank you for your assistance.

Sincerely yours,

Laurie Reece

Laurie Reece
Secretary to Grant T. Downing

RECEIVED
55 JUL 25 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Will wait

GTD/lr
Enclosures

ARTICLES OF INCORPORATION
OF
SOUTHERN COMMERCIAL MAINTENANCE, INC.

FILED
95 JUL 25 PM 1:00
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE I

Name

The name of the Corporation shall be SOUTHERN COMMERCIAL MAINTENANCE, INC.

ARTICLE II

Principal Office

The principal office of the Corporation is located at Winter Park, Florida, and its mailing address is 222 West Comstock Avenue, Suite 221, Winter Park, Florida 32789.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 222 West Comstock Avenue, Suite 221, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be Stephen W. Bradley.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of two (2) persons. The name and address of the person who shall serve as director of the Corporation until the first meeting of shareholders is:

| <u>Name</u> | <u>Address</u> |
|--------------------|---|
| Stephen W. Bradley | 320 Hemmingway Court Oviedo, Florida 32765 |
| Michael J. Wagner | 14 Azalea Drive Debary, Florida 32713 |
| Scott H. Godbold | 200 St. Andrews, # 3606 Winter Park, Florida 32792 |

ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation is:

Grant T. Downing
222 West Comstock Avenue, Suite 101
Winter Park, Florida 32789

FILED
95 JUL 25 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX

Preemptive Rights

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided in Florida Statutes §607.0630.

Executed this 24th day of July, 1995.

Grant T. Downing
GRANT T. DOWNING, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24th day of July, 1995, by GRANT T. DOWNING, who is personally known to me.

Laurie S. Reece
NOTARY PUBLIC

My Commission Expires:



LAURIE S. REECE
MY COMMISSION # CC352251 EXPIRES
March 25, 1998
BONDED THRU TROY FAUN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

Stephen W. Bradley
STEPHEN W. BRADLEY
Registered Agent

Date: 7/24/95