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FREEDMAN & VEREBAY, P.A.

190 N.W. 199 STREET • SUITE 204
NORTH MIAMI BEACH, FLORIDA 33179

BRUCE H. FREEDMAN
BOARD CERTIFIED - CIVIL TRIAL
LAYNE VEREBAY

ARTHUR DROTZEL, OF COUNSEL

SUSAN W. FREEDMAN, R.N.
PARALEGAL

DADE: (305) 651-0075
BROWARD: (305) 920-9119
FAX: (305) 651-5979

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*****70.00 *****70.00

February 6, 1996

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

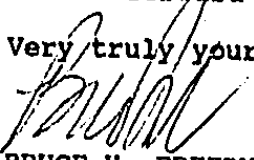
Re: On The Level Home Inspection Company, Inc.

Dear Sir:

Enclosed please find the original and 1 copy of the articles of incorporation for the above referenced corporation and my check in the sum of \$70.00.

Please be advised that I am not requesting a certified copy. Please forward in the enclosed envelope.

Very truly yours,


BRUCE H. FREEDMAN
BHF:rjk
enc.

96 FEB -9 PM 3:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

63 2/13/96

ARTICLES OF INCORPORATION

ON THE LEVEL HOME INSPECTION COMPANY, INC.

FILED
96 FEB -9 PM 3:50

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS SECRETARY OF STATE
TALLAHASSEE FLORIDA

The name of the corporation is On The Level Home Inspection Company, Inc., and its principal place of business is located at 1440 N.W. 101 Terraco, Plantation, Florida 33322.

ARTICLE II - DURATION

This corporation shall commence its existence upon receipt of these Articles by the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common stock of one class with a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 190 N.E. 199th Street, Suite 204, North Miami Beach, Florida 33179 and the name of the initial registered agent of this corporation at that address is Bruce H. Freedman, Esquire.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of director may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the director of this corporation is:

Stephen Klarberg - President
1440 N.W. 101 Terrace
Plantation, Florida 33322

Renee Klarberg - Vice President
1440 N.W. 101 Terrace
Plantation, Florida 33322

The name and address of the person signing these Articles is:

Stephen Klarberg - President
1440 N.W. 101 Terrace
Plantation, Florida 33322

ARTICLE VII - AMENDMENTS

This 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 subscriber has executed these Articles of Incorporation on the 5 day of February, 1996.



Stephen Klarberg

STATE OF FLORIDA

COUNTY OF

Broward

} SS:

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Stephen Klarberg to me well known and known to be the person who executed the foregoing Articles of Incorporation of On The Level Home Inspection Company, Inc., and he acknowledged that he signed and executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, said County and State, this ____ day of February, 1996,.

NOTARY PUBLIC, State of
Florida at Large

My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE
WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT ON THE LEVEL HOME INSPECTION COMPANY, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1440 N.W. 101
TERRACE, PLANTATION, FLORIDA 33324, STATE OF FLORIDA, HAS NAMED
BRUCE H. FREEDMAN LOCATED AT 190 N.E. 199TH STREET, SUITE 204,
NORTH MIAMI BEACH, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

Stephen Klarberg
STEPHEN KLARBERG

DATE: 2-5-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED 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 AND
COMPLETE PERFORMANCE OF MY DUTIES.

By: Bruce H. Freedman
BRUCE H. FREEDMAN

DATE: 2-5-96

SWORN TO AND SUBSCRIBED before me this 5 day of February,
1996.

My commission expires:

Notary Public
State of Florida at Large

96 FEB - 96 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED