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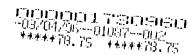
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March 1,1996

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



TRANSMITTAL LETTER

SUBJECT: SERVICEMASTER CARPET & UPHOLSTERY CLEANING OF CLEARWATER, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: Seventy-eight & 75/100 dollars (\$78.75) for Filing Fee and Certificate.

FROM:

Barbara S. Hicks

152 8th Avenue, S.W., Suite 2A

Largo, Florida 34640-3613

(813) 559-8505

Sincerely,

Barbara S. Hicks

3.4°06

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation. Se Man Hall

ARTICLE I NAME

The name of the corporation shall be:

ServiceMaster Carpet & Upholstery Cleaning of Clearwater, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2871 Spring Lake Drive Clearwater, Florida 34619

ARTICLE HISHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One thousand (1,000) shares.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

James J. White 2871 Spring Lake Drive Clearwater, Florida 34619 (813) 796-1795

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporations

are:

James J. White (Director and President); 2871 Spring Lake Drive Clearwater, Florida 34619

The undersigned incorporator has executed these Articles of Incorporation this 1st day of

March, 1996.

JAMES J. WRUTE, Director & President

CERTIFICATE OF DESIGNATION OF REGISTERED AGENTY REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is:
 SERVICEMASTER CARPET & UPHOLSTERY CLEANING OF
 CLEARWATER, INC.
- 2. The name and address of the registered agent and office is:

JAMES J. WHITE; 2871 SPRING LAKE DRIVE CLEARWATER, FLORIDA 34619 (813) 796-1795 SELLANSSEE, PLONIES

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.

Jomes J Mite March 1, 19