

DOROTHY CHESS
4234 S.W. 75th Avenue
Miami, Florida 33156
(305) 261-2161

P96000041672

May 6, 1996

Mr. Sheldon Bream
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700001832237
-05/21/96--01085--016
****122.50 ****122.50

RE: ALL CLEAN SYSTEMS, INC./FEE FOR CORPORATION OMITTED

Dear Mr. Bream:

As per our conversation this date, please find a check in the amount of \$122.50 to incorporate All Clean Systems, Inc. I omitted the check when I mailed out the Articles of Incorporation.

If you have any questions please contact the undersigned. Thank you for your prompt attention to this matter.

Sincerely,


Dorothy Chess

Cindi Kamen
6884 SW 88 Street
Miami, FL 33156

96 MAY 14 PM 3:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
5-14-96

ARTICLES OF INCORPORATION
of
ALL CLEAN SYSTEMS, INC.

FILED
96 MAY 14 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby forms a for-profit corporation under the laws of the State of Florida.

Article I - Corporate Name

The name of the corporation ("Corporation") shall be:

All Clean Systems, Inc.

Article II - Purpose and Powers

The general nature and purposes of the business to be transacted, promoted and carried on by the Corporation are as follows:

- a. To engage in the distribution of paper and janitor supplies;
- b. To carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of the Corporation;
- c. To transact any and all lawful business and to have all the corporate powers enumerated in the Florida General Corporation Act.

Article III - Capital Stock

The maximum number of shares of stock which the Corporation shall have the authority to issue is 100 shares of no par value.

Article IV - Duration

The Corporation shall have perpetual existence.

Article V - Registered Agent and Address

The Corporation registered agent and registered agent's office address is:

Thomas Chess
4234 S.W. 75th Avenue
Miami, Florida 33155

Article VI - Officers

All corporate powers shall be exercised by or under the authority of its officers. The Corporation shall have two officers initially who shall be:

President - Dorothy Chess

Secretary - Thomas Chess

The name and address of the Incorporator is:

Dorothy Chess - 4234 S.W. 75th Avenue, Miami, Florida 33155.

Article VIII - Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

Article IX - Informal Officer Action

If all of the Officers severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Officers.

(delete Art. IX if Board of Directors instead of Officers)

Article X - Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI - Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

Article XII - Principal office, Address and Mailing Address

The Corporation's principal office, principal address and mailing address is:

All Clean Systems
4234 S.W. 75th Avenue
Miami, Florida 33155

Article XIII - Names and Addresses of Subscribers

The name and address of each subscriber of this Certificate of Incorporation, and the number of shares of stock each agrees to take, are as follows:

Dorothy Chess-4234 S.W. 75th Avenue, Miami 33155- 51 shares.

Thomas Chess-4234 S.W. 75th Avenue, Miami 33155- 49 shares.

Article XIV - Directors

The business of this corporation shall be conducted by its Board of Directors, the members of which shall be chosen at the annual meeting of the stockholders, and the following officers, to-wit: a President and a Secretary together with such other officers, agents and/or factors as may deemed necessary. Any and all of such officers may or may not be stockholders, and each shall hold office until his successor is chosen and qualified. All officers, agents and/or factors may or may not be directors of the corporation, except for President, who must be a director. Any person may hold two offices provided, however, that the President shall not also be Secretary or Assistant Secretary of this corporation.

Article XV

The number of directors of this corporation shall not be less than two (2) nor more than ten (10).

The names and addresses of each of the directors who, subject to the Bylaws, shall hold office until their successors are elected and have qualified, are as follows:

Dorothy Chess-4234 S.W. 75th Avenue, Miami, Florida 33155

Thomas Chess-4234 S.W. 75th Avenue, Miami, Florida 33155

IN WITNESS WHEREOF, the undersigned INCORPORATOR has executed these Articles of Incorporation in the State of Florida, this 30 day of April, 1996.

[Signature]
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Dorothy Chess, who is to me well known or produced no identification, to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this 30 day of April, 1996.

OFFICIAL NOTARY SEAL
BARBARA ELLEN TURMAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC43839
MY COMMISSION EXPIRES DEC 30 1998

[Signature]
Notary Public, State of Florida

Barbara Ellen Turman
(Print Name)

My Commission Expires: Dec 20, 1998

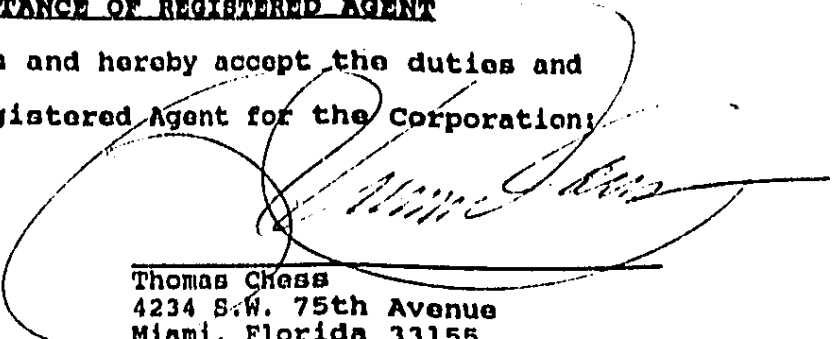
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

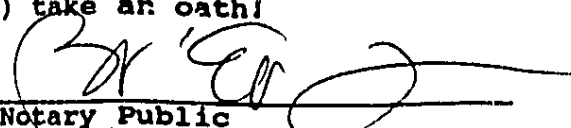
ACCEPTANCE OF REGISTERED AGENT

I am familiar with and hereby accept the duties and responsibilities as Registered Agent for the Corporation:


Thomas Chess
4234 S.W. 75th Avenue
Miami, Florida 33155
as Registered Agent

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me this 3 day of May, 1996, by personally, who is personally known to me or has produced in person as identification and who did (did not) take an oath.


Notary Public

print Barbara Ellen Turman

My Commission Expires:

OFFICIAL NOTARY SEAL
BARBARA ELLEN TURMAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC128239
MY COMMISSION EXP. DEC. 20, 1998

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