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RECEIVED

The logo for CSC networks, featuring the letters 'csc' in a bold, lowercase, sans-serif font inside an oval shape, followed by the word 'networks' in a bold, lowercase, sans-serif font.

PRESTIGE HALL LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032 DIVISION OF CIRCUMLOCUTION

REFERENCE : 059047 4724134

AUTHORIZATION

COST LIMIT : \$ PREPAID

ORDER DATE : August 20, 1996

ORDER TIME : 10:40 AM

ORDER NO. : 059047

CUSTOMER NO: 4724134

4444422.50 4444422.50

CUSTOMER: Ronald W. Black, Esq
RONALD W. BLACK, ESQ

112 South Lake Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME : A AND A INDOOR AND OUTDOOR
CLEANING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 KUS 20 PH 1:13

Provider Health and Financial Services
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is licensed to CSC Health.

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 20 PM 1:13

A AND A INDOOR AND OUTDOOR CLEANING, INC.

Article I - Name

The name of this corporation is **A AND A INDOOR AND OUTDOOR
CLEANING, INC.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, carpet and floor cleaning, pressure washing, and indoor and outdoor cleaning, or any other related business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

Article IV - Capital Stock

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to

others. The number of authorized shares shall be 7,500 shares at \$1.00 par value.

Article V - Registered Agent

The street address of the initial registered office of this corporation is 5102 Gramont Avenue, Orlando, Florida 32812, and the name of the initial registered agent and officer of this corporation at that address is **ADIB MARTIN MATTAR**.

Article VI - Initial Board of Directors

This corporation shall have **one (1)** director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
ADIB MARTIN MATTAR	5102 Gramont Avenue Orlando, Florida 32812

Article VII - Incorporator

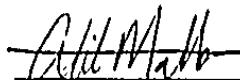
The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
ADIB MARTIN MATTAR	5102 Gramont Avenue Orlando, Florida 32812

Article VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this _____ day of August, A.D. 1996.



Adib Martin Mattar

STATE OF FLORIDA

COUNTY OF ORANGE

THE FOREGOING INSTRUMENT was acknowledged before me this _____ day of August, A.D. 1996, by **ADIB MARTIN MATTAR**, who is personally known to me and who did [not] take an oath, and he acknowledged before me that he executed the foregoing Articles of Incorporation for the purposes contained therein.

Notary Public for the State of Florida

STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 20 PM 1:13

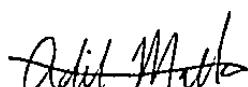
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Chapter 48.091, Florida
Statutes:

A AND A INDOOR AND OUTDOOR CLEANING, INC., a corporation
organized (or organizing) under the laws of the State of Florida, with its principal
office at 5102 Gramont Avenue, Orlando, Florida 32812, has named **ADIB**
MARTIN MATTAR, 5102 Gramont Avenue, Orlando, Florida 32812, as its agent
to accept service of process within this State.

ACCEPTANCE

I agree as Resident Agent to accept service of process, to keep the office
open during prescribed hours, and to post my name (and any other officers of said
corporation authorized to accept service of process at the above Florida designated
address) in some conspicuous place in the office, as required by law.



Adib Martin Mattar
Resident Agent

P96000069174

RONALD W. BLACK

ATTORNEY AT LAW
106 SOUTH LAKE AVENUE
ORLANDO, FLORIDA 32801

FILED
97 OCT 2 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE
(407) 423-2100
FACSIMILE
(407) 425-8873

September 17, 1997

Secretary of State of
The State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-09/19/97-01063--010
*****35.00 *****35.00

RE: Filing Articles of Dissolution
A and A Indoor and Outdoor Cleaning, Inc.

Dear Sir:

Enclosed please find the original Articles of Dissolution for the above-referenced corporation, for filing with your office. I have also enclosed a check, in the amount of \$35.00, as payment for the Filing Fee of these Articles.

Thank you for your assistance.

Very truly yours,

Ronald W. Black

Ronald W. Black

Enclosures

VS OCT 7 1997

Uldis



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 26, 1997

RONALD W. BLACK
106 SOUTH LAKE AVE.
ORLANDO, FL 32801

SUBJECT: A AND A INDOOR AND OUTDOOR CLEANING, INC.
Ref. Number: P96000069174

We have received your document for A AND A INDOOR AND OUTDOOR CLEANING, INC. and your check(s) totalling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the resolution referred to in your document which was adopted by the shareholders.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Veima Shepard
Corporate Specialist

Letter Number: 397A00047647

Returned 9/29/97
PF

**ARTICLES OF DISSOLUTION
PURSUANT TO §807.267 OF THE
FLORIDA GENERAL BUSINESS CORPORATION ACT OF
A AND A INDOOR AND OUTDOOR CLEANING, INC.**

FILED

97 OCT -2 AM 7:59
EOF

INSTITUTE OF STATE
STATISTICS

MISSISSIPPI STATE
FLORIDA

TO: Department of State
Tallahassee, Florida 32304

Date Paid: September 9, 1997
Filing Fee \$_____

Pursuant to the provisions of § 607.267 of the Florida General Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the Corporation is: **A AND A INDOOR AND OUTDOOR
CLEANING, INC.**

2. The names and respective addresses of the officers of the Corporation are as follows:

Name Office Address

Abdul M. Mattar President/Secretary 6277 Whispering Way
Vice President/Treasurer Orlando, Florida 32807

3. The name and address of the sole director of the Corporation are as follows:

Name _____ Address _____

Abdul M. Mattar **6277 Whispering Way**
Orlando, Florida 32807

4. All debts, obligations, and liabilities of the Corporation have been paid or discharged.

5. All the property and assets of the Corporation remaining after the payment of all debts, obligations, and liabilities of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests.

6. There are no actions pending against the Corporation in any Court.
7. The Corporation elected to dissolve by act of the Corporation, a resolution to dissolve having been duly adopted by the sole shareholder of the Corporation on September 9, 1997. A copy of such written resolution is attached to these Articles.

DATED September 9, 1997.

**A AND A INDOOR AND OUTDOOR
CLEANING, INC.**

By: Abdul M. Mattar
Abdul M. Mattar, President

STATE OF FLORIDA

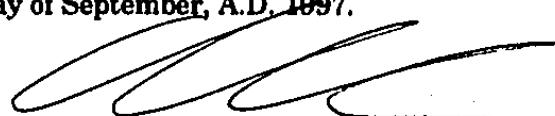
COUNTY OF ORANGE

BEFORE ME, the undersigned, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **ABDUL M. MATTAR**, who

is personally known to the undersigned or
 provided _____ No.: _____ as
identification,

and did [not] take an oath, and he acknowledged that executed the foregoing Articles of Dissolution on behalf of and with authority from **A AND A INDOOR AND OUTDOOR CLEANING, INC.**, a Florida corporation.

IN WITNESS WHEREOF, I have hereunto set my Hand and my Official Seal, in the State and County aforesaid, this 9th day of September, A.D. 1997.


Notary Public for the State of Florida

RONALD W. BLACK
Notary Public, State of Florida
My comm. expires June 7, 1998
Comm. No. CC380396
Bonded Thru Borgon & Johnson

**MINUTES OF A SPECIAL MEETING
OF THE SHAREHOLDER OF
A AND A INDOOR AND OUTDOOR CLEANING, INC.**

MINUTES of a Special Meeting of the Shareholder of **A AND A INDOOR AND OUTDOOR CLEANING, INC.**, a Florida corporation (hereinafter referred to as the Corporation), held at the offices of Ronald W. Black, Attorney for the Corporation, at 106 South Lake Avenue, Orlando, Florida 32801, on the 9th day of September, A.D. 1997, beginning at 10:30 o'clock A.M.

The meeting was duly called to order by the President, who stated the object of the meeting and requested the election of a Chairman.

On motion duly made, seconded, and carried, the vote was taken viva voce and **ABDUL M. MATTAR** was duly declared Chairman of the Meeting.

The Secretary then reported that the meeting had been called pursuant to a Waiver of Notice thereof in accordance with the By-Laws. It was ordered that a copy of the Waiver of Notice be appended to the Minutes of this meeting.

The Secretary then read the roll of shareholder from the stock transfer ledger. The following shareholder was present in person. No shareholder was present by proxy.

<u>Names of Shareholders</u>	<u>No. of Shares</u>
Abdul M. Mattar	100.

The Chairman then stated that all of the total number of outstanding shares of the Corporation were represented, thus constituting a quorum.

Upon motion duly made and seconded, the following Resolutions were considered and unanimously adopted:

WHEREAS, the Board of Directors of this Corporation, at a meeting held on September 9, 1997, at the offices of Ronald W. Black, Attorney for the Corporation, at 106 South Lake Avenue, Orlando, Florida 32801, adopted resolutions recommending the dissolution of this Corporation and ordering that the issue of dissolution be submitted to a vote of shareholder at this meeting; and

WHEREAS, the holder of all of the issued and outstanding shares of the Corporation has voted to authorize such dissolution; it is, therefore,

RESOLVED, that **A AND A INDOOR AND OUTDOOR CLEANING, INC.**, a Florida Corporation, be dissolved; and

FURTHER RESOLVED, that the appropriate officers of the Corporation are directed to cease the business operations of the Corporation, except insofar as may be necessary for the winding up thereof; and to mail notice of intent to dissolve to all known creditors of and claimants against the Corporation; and to take such further action as may be necessary or appropriate to carry out the intent of this Resolution.

There being no further business to come before the meeting, upon motion duly made, seconded, and unanimously carried, it was adjourned.


Abdul M. Mattar, Secretary

Shareholder:


Abdul M. Mattar
Being the sole Shareholder
**of A AND A INDOOR AND
OUTDOOR CLEANING, INC.**

WAIVER OF NOTICE OF A SPECIAL MEETING OF SHAREHOLDER

I, the undersigned shareholder, hereby agree and consent that the special meeting of shareholder of the Corporation be held on the date and at the time and place stated below for the purpose of adopting resolutions to dissolve the corporation and the transaction thereat of all such other business as may lawfully come before said meeting and hereby waive all notice of the meeting and any adjournment thereof.

Date of Meeting: September 2, 1997

Time of Meeting: 10:30 o'clock A.M.

Place of Meeting: Offices of Ronald W. Black, Attorney
106 South Lake Avenue
Orlando, Florida 32801

Dated: September 9, 1997

Shareholder:


Abdul M. Mattar,
Being the sole Shareholder of A AND A
INDOOR AND OUTDOOR CLEANING,
INC.