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FLORIDA DIVISION OF CORPORATIONS  
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STATE OF FLORIDA  
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TALLAHASSEE, FL 32399  
FAX: (904) 922-4000  
FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135- 731-  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3894  
FAX: (305) 541-3770  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: CLEAN & GREEN, INC.  
FAX AUDIT NUMBER: H96000011871  
DATE REQUESTED: 08/26/1998  
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04:01 PM 5250755  
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EMPIRE CORPORATE KIT

P. 10/17

PREPARED BY:

Ivette H. Haplan Leon

FBN. 981834

305-221-2110

2450 SW 137 Ave # 226

Miami, FL 33175

**ARTICLES OF INCORPORATION**

**OF**

**CLEAN & GREEN, INC.**

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TALLAHASSEE  
STATE  
FLORIDA

(5)

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be: **CLEAN & GREEN, INC.**

**ARTICLE II**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

**Section 1.**

The maximum number of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock, divided into two classes, the designation and par values of each such class being, as follows:

- A) 2,000 shares of Class A Common Capital Stock, having \$.01 par value; and
- B) 8,000 shares of Class B Common, Non-Voting Capital Stock, having \$.01 par

value.

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Section 2. All of said shares of both classes shall have equal preferences, limitations and relative rights, except that the Class B Non-Voting Capital Stock shall have no voting rights whatsoever, either individually or as a class.

#### ARTICLE V

The street address of the initial registered office of the corporation shall be 2450 S.W. 137th Avenue, Suite 226 , Miami, Florida 33175, and the initial registered agent of the corporation at that address shall be Richard Alan Alayon, Esq.

#### ARTICLE VI

The principal business address of the of the corporation shall be 8053 n.w. 64th Street, Miami, Florida 33166.

#### ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be the number of persons whose names are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his successor shall have been elected and qualified or until his earlier resignation, removal from office, or death, is:

<u>Name</u>	<u>Address</u>
Ricardo Recio	8053 N.W. 64th Street Miami, FL 33166
Angela Recio	8053 N.W. 64th Street Miami, FL 33166
Marlene Menendez	8053 N.W. 64th Street Miami, FL 33166

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Ibia Pittaluga

8053 N.W. 64th Street  
Miami, FL 33166

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

**ARTICLE VII**

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

<u>Name</u>	<u>Address</u>
Richard A. Alayon	2460 S.W. 137th Ave. Suite 226 Miami, Florida 33175

Executed at Miami, Florida August 26<sup>th</sup>, 1996.

Incorporator

Richard A. Alayon  
RICHARD A. ALAYON

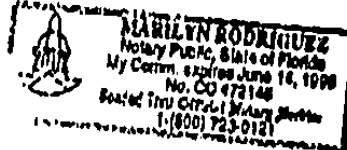
STATE OF FLORIDA )

) ss.:

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of August, 1996 by \_\_\_\_\_, Richard A. Alayon, a resident of the State of Florida, who is personally known to me or who has produced his Florida Drivers License as identification.

*Marilyn Rodriguez*  
 Notary Public  
 State of Florida at Large  
 Stamp or Seal:



My Commission Expires: 06/16/98

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of CLEAN & GREEN, INC., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.0505.

*R.A. Alayon*  
 RICHARD ALAN ALAYON, ESQ.

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 TALLAHASSEE, FLORIDA

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**RECIO** INC.



GENERAL CONTRACTOR  
LANDSCAPING • NURSERIES • MAINTENANCE  
8053 N.W. 84TH STREET  
MIAMI, FLORIDA 33166

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH <sup>S</sup>/<sub>TL</sub>

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97 MAY 12 AM 9:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State, Sandra D. Mortham, Secretary of State

**OFFICER / DIRECTOR RESIGNATION**

I, Ricardo B. Recio, hereby resign as Director of CLEAN & GREEN, INC., a corporation organized under the laws of the State of Florida.

That the corporation has been notified in writing of the resignation.

  
\_\_\_\_\_  
Ricardo B. Recio, resigning officer/director

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**DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314**

996 0000 70768

**RECIO** INC.

GENERAL CONTRACTOR  
LANDSCAPING • NURSERIES • MAINTENANCE  
8053 N.W. 64TH STREET  
MIAMI, FLORIDA 33160

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Clean + Green, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*R.A. Change*

Examiner's Initials *See 4/1*



Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of Sections 607.0502, 617.0502, 607.1508, or 617.1508, Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: CLEAN & GREEN, INC..
2. The mailing address of the corporation is: 8053 N.W. 64<sup>th</sup> Street, Miami, Florida 33166.
3. Date of incorporation/qualification: August 26, 1996. Document Number: P96000070768.
4. The name and address of the current registered agent and office:  
Ricardo B. Recio  
8053 N.W. 64<sup>th</sup> Street  
Miami, Florida 33166
5. The name and address of the new registered agent and office (P.O. Box Not Acceptable):  
Richard A. Alayon, Esq.  
Alayon & Peña, P.A.  
2450 S.W. 137<sup>th</sup> Avenue  
Suite 226  
Miami, Florida 33175

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

*Ibis R. Pittaluga* 5/30/97  
Ibis R. Pittaluga, President and Secretary Date

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

*Richard A. Alayon* 5/30/97  
Richard A. Alayon, Esq. Date

If signing on behalf of an entity:

*Rick Alayon* Agent  
(Typed or Printed Name) (Capacity)

