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TALLAHASSEE, FL 32301-2607
904-222-0911
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800-342-8086



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 114088 80297A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 9, 1996

ORDER TIME : 9:39 AM

ORDER NO. : 114088

CUSTOMER NO: 80297A

CUSTOMER: Ms. Emily M. Wilson
HAND DREW SHOWALTER MERCIER
KELLY & MCCAULIE, PA
Suite 1020
200 West Forsyth Street
Jacksonville, FL 32202

6000001969286
-10/09/96--01046--021
****122.50 ****122.50

File First

DOMESTIC FILING

NAME: WILBAK INCORPORATED

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: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
96 OCT -9 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT -9 AM 11:05
DIVISION OF CORPORATION

*10-9-96
KR*

**ARTICLES OF INCORPORATION
OF
WILBAK INCORPORATED**

FILED
96 OCT -9 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is WILBAK INCORPORATED.

ARTICLE II

NATURE OF BUSINESS

The corporation is organized for the business of janitorial services and related items, but may engage in any activity or business permitted under the laws of the United States or America and of the State of Florida.

ARTICLE III

PRINCIPAL OFFICE

The principal office of the corporation is 4445 Thicket Ridge Lane, Jacksonville, Florida 32258, and the original mailing address is the same.

ARTICLE IV

CAPITAL STOCK

A. Authorized Capital. This corporation is authorized to issue one thousand (1,000) shares of the par value of one dollar (\$1.00) each, which shall be designated "Common Shares."

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

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4445 Thicket Ridge Lane, Jacksonville, Florida 32258, and the name of the initial registered agent of this corporation at that address is Emily M. Wilson.

ARTICLE VI

INCORPORATOR

The names and addresses of the persons signing these Articles is:

NAME

ADDRESS

EMILY M. WILSON

4445 Thicket Ridge Lane
Jacksonville, Florida 32258

ROYCE E. WILSON, JR.

4445 Thicket Ridge Lane
Jacksonville, Florida 32258

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the by-laws of this corporation, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

EMILY M. WILSON

4445 Thicket Ridge Lane
Jacksonville, Florida 32258

ROYCE E. WILSON, JR.

4445 Thicket Ridge Lane
Jacksonville, Florida 32258

ARTICLE VIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 8 day of October, 1996.

Signed, sealed and delivered
in the presence of:

Betty Maldonado
[Signature]

Emily M. Wilson
EMILY M. WILSON

Signed, sealed and delivered
in the presence of:

Betty Maldonado
[Signature]

Royce E. Wilson Jr.
ROYCE E. WILSON, JR.

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 8 day of October, 1996, by **EMILY M. WILSON**, who is personally known to me or has produced as identification.



Julie Saieg
My Commission CC877804
Expires Aug. 18, 2000

Julie Saieg
Notary Public, State of Florida
My Commission Expires:
Julie Saieg
Typed or Printed Name of Notary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 8 day of October, 1996, by **ROYCE E. WILSON, JR.**, who is personally known to me or has produced as identification.



Julie Saieg
My Commission CC877804
Expires Aug. 18, 2000


Julie Saieg
Notary Public, State of Florida
My Commission Expires:
Julie Saieg
Typed or Printed Name of Notary

**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 AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

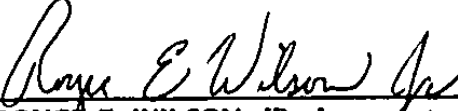
WILBAK INCORPORATED

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA AND WITH ITS PRINCIPAL PLACE OF BUSINESS AT 4445 THICKET RIDGE
LANE, CITY OF JACKSONVILLE, STATE OF FLORIDA 32258, HAS DESIGNATED EMILY
M. WILSON, LOCATED AT 4445 THICKET RIDGE LANE, CITY OF JACKSONVILLE,
STATE OF FLORIDA 32258, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.



EMILY M. WILSON, Incorporator

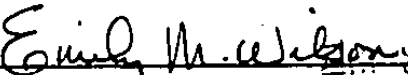
DATED: October 8, 1996



ROYCE E. WILSON, JR., Incorporator

DATED: October 8, 1996

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.



EMILY M. WILSON

DATED: October 8, 1996

FILED
96 OCT -9 PM 3:04
CLERK OF STATE
TALLAHASSEE, FLORIDA