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LAW OFFICES OF FREDERICK C. KRAMER
Suite 200 • SunTrust Building • 950 North Collier Boulevard
Marco Island, Florida 33937

Frederick C. Kramer
Jeanette Martinez

Telephone (941)-394-8192
Facsimile (941)-642-0006

August 30, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

100001939001
-09/04/96--01170--005
****122.50 ****122.50

RE: Filing Articles of
Incorporation for ~~AT Your~~
~~Service, Inc.~~

Dear Sir:

Kept and Keened. Inc.
Enclosed please find the Articles of Incorporation for ~~AT~~
~~YOUR SERVICE, INC.~~, together with a check in the amount of
\$122.50 made payable to your order to cover filing related fees.
Request is made that a certified copy of the articles be returned
to this office.

Thank you for your time and consideration.

Very truly yours,



Frederick C. Kramer

FCK/alc
Enclosures
cc: At Your Service, Inc.

FILED
96 NOV 14 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W96-18771

NOV 4 1996



Sandra B. Mortham
Secretary of State

FREDERICK C. KRAMER
STE. 201, SUN TRUST BUILDING
950 N. COLLIER BLVD.
MARCO ISLAND, FL 33937

We have received your document for AT YOUR SERVICE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6052.

Letter Number: 496A00041838

10-7 CLOUT ASKED IF NAME PERSON
HE WILL GIVE BACK WITH ADULTS (SARAH)

LAW OFFICES OF FREDERICK C. KRAMER

Suite 201 • SunTrust Building • 950 North Collier Boulevard
Marco Island, Florida 33937

Frederick C. Kramer
Jeanette Martinez

Telephone (941)-394-8192
Facsimile (941)-642-0006

November 7, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301


RE: Filing Articles of
Incorporation for Kept and
Kleened, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation for KEPT AND KLEENED, INC., together with your letter dated September 9, 1996. It is my understanding that our check no. 4556 in the amount of \$122.50 previously furnished will now be utilized for the filing fees of this corporation. Request is made that a certified copy of the articles be returned to this office.

Thank you for your time and consideration.

Very truly yours,



Frederick C. Kramer

FCK/alc
Enclosures
cc: Kept and Kleened, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes Chapter 607, does hereby adopt the following Articles of Incorporation.

**ARTICLES OF INCORPORATION
OF
KEPT AND KLEENED, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. NAME

The name of the corporation is: KEPT AND KLEENED, INC.

II. NATURE OF BUSINESS

The corporation may engage in any activity of business permitted by law.

III. PRINCIPAL OFFICE

The principal office of the corporation is:

950 North Collier Boulevard
Suite 201
Marco Island, Florida 34145

IV. MAILING ADDRESS

The mailing address of the corporation is:

950 North Collier Boulevard
Suite 201
Marco Island, Florida 34145

V. SHARES

The number of shares that the corporation is authorized to issue is ONE HUNDRED (100) shares. The shares shall be of single class and shall have a par value of one dollar (\$1.00) per share.

VI. RIGHT OF FIRST REFUSAL ON TRANSFER OF SHARES

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at a price to be agreed upon between the offeror and the corporation.

If the parties cannot agree as to the value of the shares, each party shall select an arbitrator and two arbitrators so selected shall elect a referee. A majority vote of the three shall determine the value. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of 30 days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit.

On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the personal representative of the shareholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend; "These shares are held subject to certain transfer restrictions imposed by the articles of incorporation of the corporation. A copy of such articles is on file at the principal office of the corporation".

VII. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 950 North Collier Boulevard, Suite 201, Marco Island, Florida 34145, and the name of its initial registered agent at such address is: Frederick C. Kramer.

VIII. INCORPORATOR

The name and address of the incorporator is:

FREDERICK C. KRAMER
950 North Collier Boulevard
Suite 201
Marco Island, Florida 34145


IX. MANAGEMENT OF THE CORPORATION

The corporation shall not have a board of directors. Rather, all of the powers and duties conferred and imposed upon a board of directors by the Act shall be exercised and performed by the shareholders.

X. INDEMNIFICATION

The corporation shall indemnify any present or former officer, employee, or agent, of the corporation in the manner set out and provided for in the Act.


IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 7 day of November, 1996.


FREDERICK C. KRAMER
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared FREDERICK C. KRAMER to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 7 day of November, 1996.


NOTARY PUBLIC
Print Name: _____
State of Florida at Large

My commission expires:



ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as registered agent of corporation. Further, I acknowledge that I am familiar and accept the obligations of that position.


FREDERICK C. KRAMER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA