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TRACEY C. HIGGINBOTHAM & ASSOCIATES

Accounting • Taxes • Business Services

National Association
of Tax Practitioners



MEMBER

3535 N.U.S. 1, Suite #3, Cocoa, FL 32926
Office (407) 682-5726 Fax (407) 639-4520

Date: December 10, 1996

Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Re: Above and Beyond, Inc. *Clean Image, Inc.*

Ladies/Gentlemen:

Enclosed please find Articles of Incorporation, together with one copy of same and my check in the amount of \$122.50. Please file the Articles, issue, and return to me a certified copy of same, together with my charter.

Should you have any questions or which further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

Yours Very Truly,

Cynthia J. Erickson

Cynthia J. Erickson
4473 Ponds Drive
Cocoa, FL 32927

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-12/17/96--01020--003
****122.50 ****122.50

Please send acknowledgments to:

Tracey C. Higginbotham, E.A. & Associates
3535 N. U.S. 1, Suite #3
Cocoa, FL 32926

FILED
96 DEC 30 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
12/17/96

~~*12/16/96*~~

EFFECTIVE DATE

Jan 1, 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1996

TRACEY C. HIGGINBOTHAM, E.A. & ASSOCIATES
3535 N US 1, SUITE #3
COCOA, FL 32926

SUBJECT: ABOVE AND BEYOND, INC.
Ref. Number: W96000026527

We have received your document for ABOVE AND BEYOND, 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 296A00056319

TRACEY C. HIGGINBOTHAM & ASSOCIATES

Accounting • Taxes • Business Services



3585 N.U.S. 1, Suite #3, Cocoa, FL 32926
Office (407) 632-5726 Fax (407) 639-4520

Date: December 24, 1996

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Above and Beyond, Inc.

Ladies/Gentlemen:

Enclosed please find a new Articles of Incorporation, together with one copy of same and a copy of your letter which accompanied the returned Articles. Please issue and return to me a certified copy of same, together with my charter under the new name of "Clean Image, Inc."

Should you have any questions or which further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

Yours Very Truly,

Tracey C. Higginbotham, E.A.
3535 N. U.S. 1, Suite #3
Cocoa, FL 32926

**ARTICLES OF INCORPORATION
OF**

CLEAN IMAGE, INC.

ARTICLE I - NAME

The name of the corporation is Clean Image, Inc.

EFFECTIVE DATE

Jan 1, 1997

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing as of January 1, 1997, and the filing of these articles with the Secretary of State of the State of Florida.

ARTICLE III - PURPOSES

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV - CAPITOL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 value common stock, which shall be designated "Common Shares".

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that 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.

FILED
96 DEC 30 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4473 Ponds Drive, Cocoa, Fl. 32927 and the name of the initial registered agent of this corporation at that address is: Cynthia J. Erickson.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors 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 directors of this corporation is:

Cynthia J. Erickson
4473 Ponds Drive
Cocoa, Fl. 32927

William C. Hurst
7000 Enterprise Road
Cocoa, Fl. 32927

ARTICLE IX - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office is: 4473 Ponds Drive, Cocoa, Fl. 32927

ARTICLE X - INCORPORATORS

The name and address of the persons signing these Articles is:

Cynthia J. Erickson
4473 Ponds Drive
Cocoa, Fl. 32927

William C. Hurst
7000 Enterprise Road
Cocoa, Fl. 32927

ARTICLE XI- BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholder

ARTICLE XII - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors of this Corporation.

ARTICLE XIII - SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIV - INDEMNIFICATION

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

ARTICLE XV - AMENDMENT

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

ARTICLE XVI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth:

Cynthia J. Erickson	500 Shares
William C. Hurst	500 Shares

Shares held by the initial stockholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholder(s) or to this corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 10TH day of DECEMBER, 1996.

Cynthia J. Erickson
Cynthia J. Erickson

William C. Hurst
William C. Hurst

STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared: Cynthia J. Erickson and William C. Hurst, known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 10TH day of DECEMBER, 1996.

Tracey C. Higginbotham
Tracey C. Higginbotham,
Notary Public,
State of Florida
My Commission Expires:



I, Cynthia J. Erickson, hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said corporation. By executing this document, I reaffirm that I agree to serve as Registered Agent.

Cynthia J. Erickson
Cynthia J. Erickson
4473 Ponds Drive
Cocoa, FL 32927