

John C. Hardy
1778 Salford Blvd. N.
North Port, FL 34286

P97000009002

January 21, 1997

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

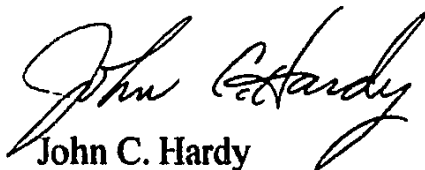
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***122.50 ***122.50

Gentlemen:

Included with this letter is an original and copy of the Articles of Incorporation of Center Maintenance, Inc. Also included is my check, No. 108, in the amount of \$122.50 to cover the cost of the filing fee of \$70.00 and Certified Copy of Articles fee of \$52.50.

Thank you for your prompt attention to this application.

Yours very truly,


John C. Hardy

1/30/97
FILED
97 JAN 24 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CENTER MAINTENANCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby adopts the following for the purpose of forming a corporation under the Florida General Corporation Act.

ARTICLE I - NAME

The name of this corporation is CENTER MAINTENANCE, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation is organized to engage in the business of providing general building maintenance and janitorial services, the sale of supplies in connection therewith and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or as it may hereafter be amended. The corporation may carry on any lawful business necessary or incidental to the attainment of the objectives of the corporation.

ARTICLE III - POWERS

The powers herein granted to the corporation shall not be construed as any limitation upon the powers of the corporation, but shall be in addition to the powers conferred by law. The corporation shall have the power to do the following:

1. To invest its funds in real estate, mortgages, stocks, bonds or any other type of investment and to own or lease real or personal property necessary for or incidental to the rendering of professional services;

2. To sue and be sued and appear and defend all acts and proceedings in its corporate name to the same extent as a natural person;

3. To adopt and use a common corporate seal and alter the same;

4. To appoint such officers, agents and employees as its affairs shall require and allow them suitable compensation;

5. To make and enter into all contracts necessary and proper for the conduct of its business;

6. To purchase the corporate assets of any other corporation;

7. To take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it;

8. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock or any bonds or other evidence of indebtedness created by any other corporation of this State or Government; and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stocks;

9. To purchase, hold, sell, and transfer shares of its own capital stock, but it cannot purchase any of its own capital stock except from the surplus of its assets over its liabilities, including capital. Shares of its own capital stock owned by the corporation shall not be voted directly or indirectly or counted as outstanding stock for the purpose of any stockholder's quorum or vote;

10. To contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its Board of Directors may deem necessary or expedient and shall authorize or agree upon; issue and sell or pledge bonds, debentures, notes and other evidence

of indebtedness whether secured or unsecured and execute such mortgages or other instruments of encumbrances upon its property or credit to secure the payment of money borrowed or owing by it as occasion may require and the Board of Directors deem expedient. To transfer corporate property of every kind and nature belonging to the corporation as security for the payment of any bonds, notes, debts or other evidence of indebtedness of the corporation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 10,000 (Ten Thousand) shares of common stock having a par value of One (\$1.00) Dollar.

The capital stock may be paid for in property, labor or services, at a just valuation to be fixed by the incorporator, or by the Director at a meeting called for such purpose, or at the organizational meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the Director of the corporation. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Director of the corporation may decide.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation may begin business shall not be less than One Hundred (\$100.00) Dollars.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - ADDRESS

The initial street address of the principal office of this corporation shall be 1778 Salford Blvd., North, North Port, Florida 34286.

ARTICLE VIII - DIRECTORS

This corporation shall have one director, initially. The number of directors may be increased or diminished from time to time as provided in the by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTOR

The name and address of the Director of the first Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN C. HARDY	1778 Salford Blvd., North North Port, Florida 34286

ARTICLE X - SUBSCRIBERS

The name and street address of each subscriber of these Articles of Incorporation and the number of shares of stock each agrees to take are as follows:

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>ADDRESS</u>
JOHN C. HARDY	100	1778 Salford Blvd., North North Port, Florida 34286

ARTICLE XI - OFFICERS

The by-laws to be adopted at the first meeting of the Board of Directors shall provide for the following corporate officers: President, Vice President, Secretary and Treasurer. The name and street address of the officer of this corporation who shall hold office for the first year of the existence of this corporation and until a successor is elected or appointed and shall have qualified is as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
JOHN C. HARDY	President/Vice President and Secretary/Treasurer	1778 Salford Blvd., North North Port, Florida 34286

ARTICLE XII - REGISTERED AGENT

The registered agent of this corporation to accept service of process within this State shall be John C. Hardy, 1778 Salford Blvd., North, North Port, Florida 34286.

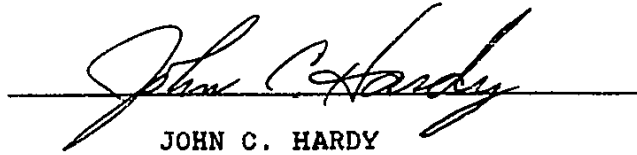
ARTICLE XIII - AMENDMENTS

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by 51% of the voting capital stock, unless all of the Directors and all of the stockholders sign a written statement manifesting their

intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal this

22 day of January, 1997.


JOHN C. HARDY

COUNTY OF SARASOTA)


WITNESS my hand and seal in the County and State named above, this 22 day of January, 1997.

State of Florida

AB:Wrb
My Commission # C000633
Expires November 11, 2000

91 JAN 24 AM 8:15
FILED
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of all statutes relative to the proper performance of my duties.


JOHN C. HARDY
Registered Agent