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CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: RESTROOM SANITATION SERVICES, INC.
AUDIT NUMBER.....H97000001737
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 7
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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Restroom Sanitation Services, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation shall be Restroom Sanitation Services, Inc.

ARTICLE II.

PURPOSES

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- a) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- b) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

Prepared By: John F. Stack, Jr.
Florida Bar No. 0862147

13727 SW 152 St.
Miami, FL 33177
(305) 225-9144

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ARTICLE III.

CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is twenty (25) shares of common stock, having a nominal or par value of one dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors, but in no event shall be less than \$1.00.

ARTICLE IV.

TERM

This corporation shall commence existence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

ARTICLE V.

REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation shall be Gilbert B. Newkerk, Jr. and the Registered Office shall be located at 101 Bridgeview Ct. Longwood, Fl. 32779, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law.

The mailing address for the principal place of business is: 101 Bridgeview Ct., Longwood, Fl. 32779.

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ARTICLE VI.

DIRECTORS

This corporation shall have not less than one (1) nor more than one (1) directors, as set forth in the By-Laws. The name and street addresse of the first board of directors of this corporation who, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, are:

NAMESTREET ADDRESS

Gilbert B. Newkerk, Jr.

101 Bridgeview Ct.
Longwood, Fl. 32779

ARTICLE VII.

SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation is: John F. Stack, Jr., 8225 S.W. 149th Dr., Miami, Fl. 33158.

ARTICLE VIII.

INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspecting any account, book or

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document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

ARTICLE IX.**INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE X.**TELEPHONE MEETING AUTHORIZED**

Members of the board of directors or of any executive committee designated by the board of directors in accordance with law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and be heard by all other persons, is used.

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ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida this 25 day of January, 1997.


John F. Stack, Jr.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared:

JOHN F. STACK, JR.

to be known to be the individual described in and who executed the foregoing Articles of Incorporation of Restroom Sanitation Services, Inc. and that he acknowledged before me that he signed and executed same for the purposed therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this ___ day of 1997.

NOTARY PUBLIC,
STATE OF FLORIDA AT LARGE

My Commission Expires:


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CERTIFICATE ACCEPTING DESIGNATION
AS
REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as
Registered Agent Restroom Sanitation Services, Inc. and agree
to serve as its agent to accept service of process within this
State at its Registered Office.


Gilbert B. Newkirk, Jr.

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