

**COTON & CANNELLA, P.A.**

ATTORNEYS AT LAW

Tampa Office

LUIS D. COTON  
ROBERT A. CANNELLA

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Street Address

Suite 211  
5005 W. Laurel St.  
Tampa, FL 33607  
FAX: (813) 288-8312

May 16, 1997

EXPRESS MAIL  
EM182706064US

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: RIGHTLEAGUE OF FLORIDA, INC.  
Filing of Articles of Incorporation

8:00002183678--0  
-05/19/97--01157--001  
\*\*\*122.50 \*\*\*122.50

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for RIGHTLEAGUE OF FLORIDA, INC., for filing with your division.

Also enclosed is my firm check in the total amount of \$122.50 representing payment for your services as follows:

- A. Filing Fee of \$35.00
- B. Registered Agent Fee of \$35.00
- C. Certified Copy \$52.50

Please accept the Articles of Incorporation for filing. Note that the effective date is May 19, 1997.

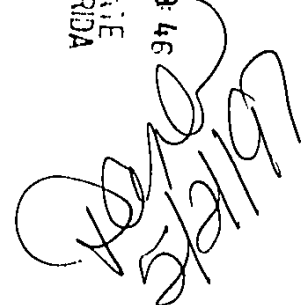
Thank you for your kind attention to and assistance in this matter.

Sincerely,



LUIS D. COTON ESQUIRE

FILED  
97 MAY 19 AM 9:46  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE



ARTICLES OF INCORPORATION  
OF  
RIGHTLEAGUE OF FLORIDA, INC.

FILED  
97 MAY 19 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be RIGHTLEAGUE OF FLORIDA, INC.

ARTICLE II. COMMENCEMENT AND DURATION

The commencement of this corporation's existence shall be May 19, 1997. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all lawful business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue Ten Thousand (10,000), One Dollar (\$1.00) par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this 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 such shares without

any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any share of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office".

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be three. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

- 1) Ms. LUZ COTON  
5005 W, Laurel St.  
Ste. 211  
Tampa, FL 33607

#### ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 5005 W. Laurel Street, Suite 211, Tampa, Florida, 33607, the principal address and the registered office address are the same.

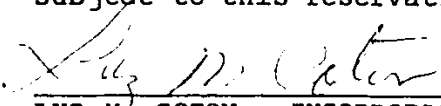
The name of the individual who shall serve as this corporation's initial registered agent at that address is: LUZ M. COTON.

ARTICLE X. INCORPORATOR

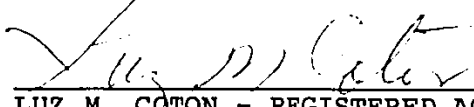
The name and address of the individual who shall serve as this corporation's incorporator are: LUZ M. COTON, 5005 W. Laurel Street, Suite 211, Tampa, Florida, 33607.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

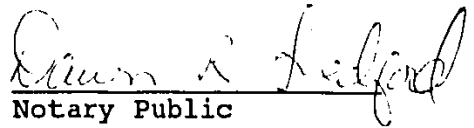
  
LUZ M. COTON - INCORPORATOR

I hereby accept my designation as resident agent and agree to serve as the resident agent of RIGHTLEAGUE OF FLORIDA, INC.. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for RIGHTLEAGUE OF FLORIDA, INC.

  
LUZ M. COTON - REGISTERED AGENT

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

On May 16, 1997, LUZ M. COTON, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation of RIGHTLEAGUE OF FLORIDA, INC..

  
Notary Public

Dawn R. Ledford  
(Notary Public- Printed or Typed)

Commission Expiration Date & Commission number:

(SEAL)



P97000044968

Michael V. Kenn  
4521 Discovery Lane  
Unit #3  
West Palm Beach, Florida 33417

May 13, 1997

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-05/19/97--01133--018

\*\*\*122.50 \*\*\*122.50

Secretary of State  
Division of Corporations  
5050 East Gaines Blvd.  
Tallahassee, Florida

Re: All Washed Up Pressure Cleaning Services, Inc.

Dear Madam/Sir:

Enclosed please find the original Articles of Incorporation for the above referenced Corporation, together with my check for \$122.50.

At your earliest opportunity, please register the above name with the Division of Corporations and furnish me with a certified copy of the Articles.

If you should have any question regarding this matter, please do not hesitate to contact me at (561) 697-3461.

Sincerely,

  
Michael V. Kenn

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 19 1997

CP 5/21/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
ST. PETERSBURG, FLORIDA

ARTICLES OF INCORPORATION  
OF

ALL WASHED UP PRESSURE CLEANING SERVICES, INC.

I, the undersigned, hereby file these Articles of Incorporation for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and for that purpose I hereby certify, declare and set forth as follows, to wit:

ARTICLES I

NAME

The name of this corporation shall be:

ALL WASHED UP PRESSURE CLEANING SERVICES, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature, object and purpose is to do and transact all lawful business.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be 1000 shares at \$1.00 par value, which shall be designated "Common Shares."

ARTICLE IV

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 of stock.

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be:

4521 Discovery Lane  
Unit #3  
West Palm Beach, Florida 33417

with privilege of having branch offices at other places within or outside the State of Florida.

ARTICLE VII

REGISTERED OFFICE AND REGISTERED AGENT

The name of the registered agent and the street address of the initial registered office of the corporation is:

Michael V. Kenn  
4521 Discovery Lane  
Unit #3  
West Palm Beach, Florida 33417

ARTICLE VIII

OFFICERS AND DIRECTORS

The name and address of the initial officer and director who shall hold office for the first year of the corporation's existence or until his/her successors are elected:

Michael V. Kenn  
4521 Discovery Lane  
Unit #3  
West Palm Beach, Florida 33417

The corporation at all times shall have at least one director. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding office in the corporation.

ARTICLE IX

INCORPORATORS

The name and address of the person signing these articles is:

Michael V. Kenn  
4521 Discovery Lane  
Unit #3  
West Palm Beach, Florida 33417

ARTICLE X

BYLAWS

The power to adopt, alter, amend or repeal shall be vested in the board of directors and shareholders.

ARTICLE XI

Every shareholder, upon the sale for cash of a new stock of this corporation of the same kind, class series as that which he/she already holds, shall have the right to purchase his prorata shares thereof (as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE XII

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.



The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.



IN WITNESS WHEREOF, the undersigned, being the original incorporators to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and outside the State of Florida, under the laws of Florida, do and make file these Articles, hereby declaring and certifying that the facts herein stated are true, this 13<sup>TH</sup> day of May, 1997.

  
Michael V. Kenn, President

In the presence of:

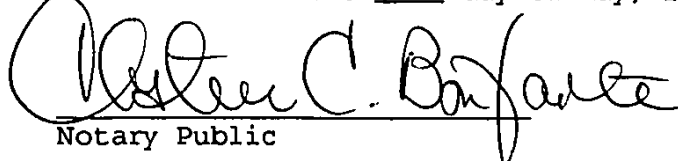
  


STATE OF FLORIDA

COUNTY OF PALM BEACH

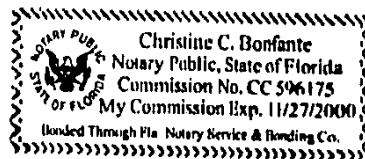
BEFORE ME, the undersigned Notary Public, duly authorized in the State and County aforementioned to take acknowledgements and administer oaths personally known to me or presented I.D. in the form of \_\_\_\_\_ executed the foregoing instrument and who under oath acknowledged to me and before me that he/she executed same.

WITNESS my hand and official seal in the County and State last aforementioned the 13<sup>TH</sup> day of May, 1997.

  
Notary Public

My commission expires:  
My Commission Number is:

Seal



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED:

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said act:


First, that ALL WASHED UP PRESSURE CLEANING SERVICES, INC.  
desiring to organize under the laws of the States of Florida with  
its principal office at 4521 Discovery Lane, Unit #3, West Palm  
Beach, Florida 33417, County of Palm Beach, State of Florida has  
named:

Michael V. Kenn

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby  
accept to act in the capacity and agree to comply with the  
provision of said act relative to keeping open said office.

  
\_\_\_\_\_  
Registered Agent

FILED  
STATE OF FLORIDA  
CLERK OF THE COURT  
Palm Beach County