

PP1000049227

Requestor's Name

Law offices of James S. Newell
691 SE 3rd Place
Hialeah, Florida 33010

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Westchester Territorial Services, Inc.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #) 110100147841-5
-06/02/97--01097--008
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3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CR2F01(195)

Examiner's Initials

See 6/4

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ARTICLES OF INCORPORATION OF

Westchester Janitorial 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 Westchester Janitorial Services, Inc.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 2350 SW 97 Avenue, #128-B, Miami, Florida 33176, and the name of the initial Registered Agent for the corporation at that address is Juana Rojas.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE


This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected

Prepared By: James S Newell, Esq. 
691 SE 3 Place, Hialeah, FL 33010
(305) 882-5894
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or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Juana Rojas

President

100 Shares

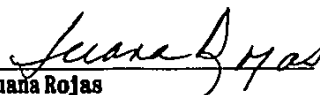
ARTICLE IX INCORPORATOR


The name and address of the incorporator is:

Juana Rojas
2350 SW 97 Avenue - #128-B
Miami, Florida 33176

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 15th day of April, 1997.

Incorporator:


Juana Rojas

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DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, Westchester Janitorial Services, Inc., a corporation organizing under the laws of the State of Florida, with its principal office located at 2350 SW 97 Avenue, #128-B, Miami, Florida 33176 has named Juana Rojas, whose address is 2350 SW 97 Avenue, #128-B, Miami, Florida 33176, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Juana Rojas
Juana Rojas

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