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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 480693 151857A

AUTHORIZATION :

Patricia P. P. P.

COST LIMIT : \$ 70

ORDER DATE : July 30, 1997

ORDER TIME : 4:20 PM

ORDER NO. : 480693-005

CUSTOMER NO: 151857A

CUSTOMER: Dale W. Delaney, Esq
DALE W. DELANEY, P.A.

Suite C-1
1212 Court Street
Clearwater, FL 34616

400002253624--3

DOMESTIC FILING

NAME: KLEEN-RITE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

FILED
97 JUL 31 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN JUL 31 1997

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764(9)

**ARTICLES OF INCORPORATION
OF
Kleen-Rite, Inc.**

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97 JUL 31 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation is Kleen-Rite, Inc.

**ARTICLE II
DURATION; EFFECTIVE DATE**

The period of its duration is perpetual and its effective date is the date these articles have been signed.

**ARTICLE III
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The corporation is authorized to issue one thousand (1000) shares, all of one class, at \$0.01 par value.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and office of the corporation are as follows:

George W. Hooker
2017 MacArthur Ct.
Dunedin, FL 34698

**ARTICLE VI
CORPORATE ADDRESS**

The street address of the initial principal office of the corporation is as follows:

2017 MacArthur Ct.
Dunedin, FL 34698

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation in the manner provided by law, but shall never be less than two (2). The names and addresses of the initial directors of the corporation are:

<u>Name</u>	<u>Address</u>
George W. Hooker	2017 MacArthur Ct. Dunedin, FL 34698
Nancy L. Hooker	2017 MacArthur Ct. Dunedin, FL 34698

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
George W. Hooker	2017 MacArthur Ct. Dunedin, FL 34698

**ARTICLE IX
AMENDMENT OF BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws of the corporation shall be vested in the Board of Directors.

**ARTICLE X
INDEMNIFICATION**

The corporation may be empowered by resolution of the Board of Directors to indemnify any officer or director, or any former officer or director, in the manner set out and provided for in the Bylaws of the corporation, pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

**ARTICLE XI
INFORMAL ACTION OF DIRECTORS**

If a majority of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation as part of the corporate records, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE XII
AMENDMENT OF ARTICLES**

The power to amend these Articles of Incorporation shall be vested in the Board of Directors.

**ARTICLE XIII
TELEPHONE MEETINGS**

Members of the Board of Directors or the Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other, is used.

ARTICLE XIV
DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of the directors of the corporation. If a quorum is present, the affirmative vote of a majority of the directors present or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE XV
DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between the corporation and one (1) or more of the directors, or between the corporation and any other corporation, firm, association or other entity, in which one (1) or more of the directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the Board or committee, and the Board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors or;

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders

entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders or;

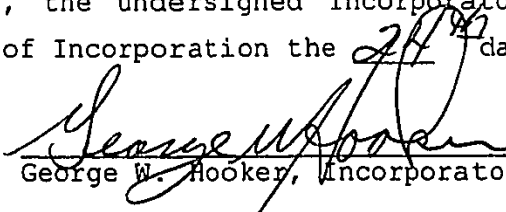
3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the Board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which approves such contract or transaction.

ARTICLE XVI INFORMAL ACTION OF SHAREHOLDERS

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, and filed with the Secretary of the corporation as part of the corporate records.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation the 27th day of July, 1997.

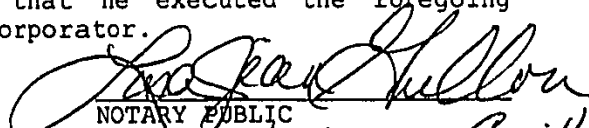

George W. Hooker, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared on this 27th day of July, 1997, George W. Hooker, who is personally known to me or who has produced FL. DRIV. LICENSE as identification, and who acknowledged to and before me that he executed the foregoing Articles of Incorporation as Incorporator.



LISA JEAN GUILLOU
My Commission C0528379
Expires Jan. 20, 2000


NOTARY PUBLIC

PRINT NAME: Lisa Jean Guillou
State of Florida
Commission No.: C0528379
My Commission Expires: Jan. 29, 2000

I HEREBY acknowledge that I am familiar with and accept the duties and responsibilities as Registered Agent for the corporation.

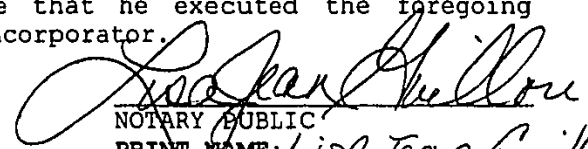

George W. Hooker
Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared on this 24th day of July, 1997, George W. Hooker, who is personally known to me or who has produced FL. Driv. License as identification, and who acknowledged to and before me that he executed the foregoing Articles of Incorporation as Incorporator.



LISA JEAN GUILLOU
My Commission CC528379
Expires Jan. 29, 2000


NOTARY PUBLIC

PRINT NAME: Lisa Jean Guillou

State of Florida

Commission No.: CC528379

My Commission Expires: Jan. 29, 2000

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