

PA7000069510
Please Mail Corporate ED

97 AUG 11 AM 10:55

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

APPROVED ASSOCIATES INC.
100 EAST BARTON BOULEVARD #201A
DELRAY BEACH FL 33483-9820

561

833-7576

500002262775--1

-08/11/97-01037--008

****122.50 ****122.50

Thank You

Approved Alice M GAVE
AUTHORIZATION BY PHONE TO
CORRECT Debelle ST
DATE 8/11/97
FCC

OK 8/12/97

CERTIFICATE OF INCORPORATION

FILED

97 AUG 11 AM 10:55

OF

M & M SERVICES OF DELRAY BEACH, INC.

TALLAHASSEE, FLORIDA

WE, the undersigned hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I.

The name of the corporation shall be:

M & M Services of Delray Beach, Inc.

ARTICLE II.

The general nature of the business and objects and purposes proposed to be transacted and carried on, are to do any and all activities or businesses permitted under the laws of the United States and of this State, as fully and to the same extent as natural persons might or could do.

To carry on the business of all types of maintenance addition, deletions of all types of buildings, and all types of lawn maintenance, etc., and to do all matters relating to the above.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One thousand (1,000) (Common) shares of one cent (.01) par value.

ARTICLE IV.

AMOUNT OF CAPITAL TO BEGIN BUSINESS WITH

The amount of capital with which this corporation shall commence business is Five Hundred (\$500.00) Dollars.

ARTICLE V.

EXISTENCE OF CORPORATION

The existence of this corporation shall be perpetual unless sooner dissolved according to law.

ARTICLE VI.

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be located at:

5062 Cleveland Road Delray Beach, FL 33484

and the mailing address shall be the same.

ARTICLE VII.

NUMBER OF DIRECTORS

The number of directors of this corporation shall be no less than one (1).

ARTICLE VIII.

The names and post office addresses of the first Board of Directors and officers of this corporation shall be:

Michael Prout 5062 Cleveland Road Delray Beach, FL 33484

ARTICLE IX.

The names and post office addresses of each subscriber and the number of shares of stock which agrees to take are:

Michael Prout - 5062 Cleveland Road Delray Beach, FL 33484 (100%)

ARTICLE X

The directors of this corporation, in addition to the powers conferred by the laws of the State of Florida, shall have the power to make, alter, amend, repeal the By-laws, and to set apart, out any of the funds of the corporation available for dividends, a reserve or reserves for any proper purpose, and to alter or abolish such reserve.

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Incorporation, in any manner now or thereafter prescribed by law, and all rights conferred on officers, directors and stockholders herein are granted subject to this reserve.

FILED

ARTICLE XI.

97 AUG 11 AM 10:55

REGISTERED AGENT

The street address of the initial registered office of this corporation is:
5062 Cleveland Rd, Delray Beach, FL 33484

The initial registered agent is: Michael Prout

I hereby am familiar with and accept the duties and responsibilities as registered agent
for said corporation.


Michael Prout
(Seal)


Incorporator Michael Prout

8-6-97
Date

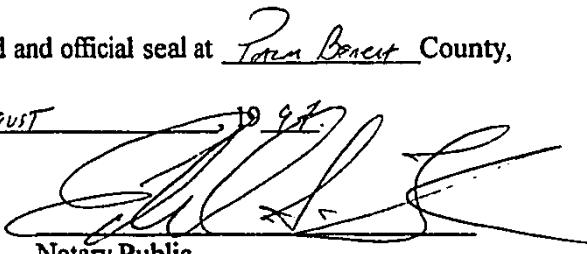
IN WITNESS WHEREOF, we have hereunto set our hands this

8 day of August 1997

STATE OF FLORIDA)
COUNTY OF) SS.
)

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared Michael Prout to me well known to be the persons described in and who executed the foregoing Certificate of Incorporation, and they acknowledged before me, each for himself and not one for the other, that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Town Benton County,
Florida this 6 day of August, 1997.



Notary Public

My Commission Expires:



EDWARD SAMUEL FRIEDMAN
MY COMMISSION # CC490849 EXPIRES
December 29, 1998
BONDED THRU TROY ADI INSURANCE, INC.