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September 29, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir:

800002312918--4  
-10/06/97--01132--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: The Works, Carpet Cleaning, Inc.

Enclosed are the original and a copy of the Articles of Incorporation for the subject corporation. A check in the amount of \$70.00 is also enclosed to cover the fees.

Please forward a certified copy of the certificate of incorporation to the undersigned.

Thank you in advance for your usual fine assistance.

Sincerely,

VICTOR K ORAHAM

VKO:mm  
Encls.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -6 PM 4:08

Personal Injury • Negligence • Civil Trial • Criminal Trial • Probate and Wills • Family Law

10-7-97  
WS

# ARTICLES OF INCORPORATION

OF

**THE WORKS, CARPET CLEANING, INC.**

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**THE UNDERSIGNED**, for the purpose of forming a corporation pursuant to Chapter 607, of the laws of the State of Florida, does hereby adopt the following Articles of Incorporation.

## ARTICLE ONE

The name of the corporation shall be:

**THE WORKS, CARPET CLEANING, INC.**

## ARTICLE TWO

This Corporation shall exist in perpetuity commencing on the date of the filing of these Articles of Incorporation by the Secretary of State.

## ARTICLE THREE

The specific purpose for which this corporation is formed is to be engaged in every aspect and phase of cleaning and restoration business, and, furthermore, engage in the transaction of any and all business permitted under the laws of the United States and the State of Florida.

## ARTICLE FOUR

The aggregate number of shares which this corporation is authorized to issue shall be ONE THOUSAND. Such shares shall be of a single class and shall have a par value of ONE DOLLAR per share, which shall be designated "Common Shares".

## ARTICLE FIVE

The holders of record of the Common Shares shall be entitled to cash dividends when and as declared by the Board of Directors in the resolution authorizing such cash dividends.

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.

Every shareholder, upon the sale for cash of any new stock of this

corporation, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### **ARTICLE SIX**

The street address of the initial principal office of this corporation is: 309 3<sup>rd</sup> Street, Jupiter, Florida 33458.

The name of the initial registered agent of this corporation is JEREMIAH MULHERN.

#### **ARTICLE SEVEN**

The number of directors constituting the initial Board of Directors of this corporation shall be two. The number of directors may be increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

Jeremiah Mulhern  
309 3<sup>rd</sup> Street  
Jupiter, Florida 33458

Robert L. Bailey  
309 3<sup>rd</sup> Street  
Jupiter, Florida 33458

#### **ARTICLE EIGHT**

The name and address of the incorporator is:

Jeremiah Mulhern  
309 3<sup>rd</sup> Street  
Jupiter, Florida 33458

#### **ARTICLE NINE**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

#### **ARTICLE TEN**

The affirmative vote of two-thirds of the shares of this corporation, represented at a meeting at which a quorum is present, shall be required to amend these Articles of Incorporation so as to increase or decrease the authorized number of shares, or change the designations, preferences, qualifications, limitations and restrictions; or to merge or consolidate the corporation with or into any other corporation; or to sell, lease, or convey all or substantially all of the assets of the

corporation, or voluntarily to dissolve, liquidate, or wind up its affairs.

#### **ARTICLE ELEVEN**

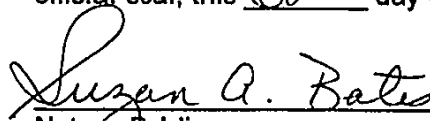
This corporation will indemnify any person who was or is a party or is threatened to be made a party to any suit or proceeding by reason of the fact that he is or was a director or officer of the corporation, against any and all expenses, judgments, and amounts paid in settlement incurred by him in connection with such action, suit or proceedings, except for an officer or director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties.

  
JEREMIAH MULHERN

STATE OF FLORIDA           )  
COUNTY OF PALM BEACH   )

**BEFORE ME**, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared JEREMIAH MULHERN, who has displayed his valid Florida Drivers License as identification, and he acknowledged before me that he executed the above Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereto set my hand and affixed my official seal, this 30<sup>th</sup> day of September, 1997.

  
Notary Public

My commission expires:



SUZAN A BATES  
My Commission CC956948  
Expires Apr 18, 1998  
Bonded by HAI  
800-422-1555

ACCEPTANCE OF REGISTERED AGENT

I HEREBY CERTIFY that I am a permanent resident of Palm Beach County, Florida, with the following address:

Jeremiah Mulhern  
309 3<sup>rd</sup> Street  
Jupiter, Florida 33458

I hereby accept the foregoing designation of Registered Agent.

Dated at Jupiter, Florida, on this 30 day of September, 1997.

  
JEREMIAH MULHERN

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