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*Marquis Management, Inc.*  
9400 Gladiolus Drive, Suite 100  
Fort Myers, Florida 33908

Address  
City/State/Zip Phone #

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-10/20/97--01090--001  
Ⓢ \*\*\*\*\*78.75 \*\*\*\*\*78.75  
Office Use Only

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

1. Marquis Home Services, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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97 OCT 20 PM 12:47  
SECTION 106.01  
TALLAHASSEE, FLORIDA

*Paul  
10/22/97*

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLES OF INCORPORATION  
OF  
MARQUIS HOME SERVICES, INC.**

**I NAME**

The name of the corporation will be **Marquis Home Services, Inc.**

**II TERM OF EXISTENCE**

This corporation is to have perpetual existence.

**III NATURE OF BUSINESS**

The corporation may engage in any activity of business permitted under the laws of the United States or of the laws of the State of Florida.

**IV CAPITAL STOCK**

The aggregate number of shares of stock that this corporation is authorized to issue is One Thousand (1000) Shares. Such shares will be of a single class and will have a par value of one dollar (\$1.00) per share.

**V STOCK TRANSFERS - CORPORATION'S RIGHT OF FIRST REFUSAL**

No shareholder will have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation to be agreed upon between the offeror and the corporation. If the parties cannot agree as to the value of the share, each party will select an arbitrator and two arbitrators so selected will elect a referee. A majority of the vote of the three will determine the value. Such offers will be in writing signed by the shareholder; will be sent by registered or certified mail to the corporation at its principal place of business; and will remain open for acceptance by the corporation for a period of 30 days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder will have the right to dispose of his shares as he may see fit.

On the death of any shareholder, the corporation will have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision will be binding on the executor, administrator, or personal representative of each shareholder.

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TALLAHASSEE, FLORIDA

Each share certificate issued by the corporation will have printed or stamped thereon the following legend. "These shares are held subject to certain transfer restrictions imposed by the articles of incorporation. A copy of such articles is on file at the principal office of the corporation."

**VI ADDRESS AND REGISTERED AGENT**

The street address of the initial office of the corporation is **9400 Gladiolus Dr., Suite 100, Fort Myers, Florida 33908** and the name of its initial registered agent at such address is **Peter A. Stilphen**.

**VII INCORPORATORS**

The name and address of the incorporators to these articles are:

**PETER A. STILPHEN**

**3675 Liberty Square  
Fort Myers, FL 33908**

**MICHAEL FLEMING**

**2511 NW 14<sup>th</sup> Terrace  
Cape Coral, FL 33993**

**VIII MANAGEMENT OF CORPORATION**

The corporation will have a Board of Directors, and all of the corporate powers will be exercised by, and the business of the affairs of the corporation will be managed under the direction of, the Board of Directors.

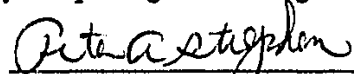
**IX AMENDMENT OF ARTICLES OF INCORPORATION**

These articles may be amended in the manner provided by law. Every amendment will be proposed by any Board Member and approved at a duly called Board of Directors' meeting by a majority of the Board of Directors entitled to vote thereon.

  
Peter A. Stilphen

  
Michael Fleming

I hereby accept designation as Registered Agent of the Corporation.

  
Peter A. Stilphen

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SECRETARY OF STATE

STATE OF FLORIDA

COUNTY OF LEE

I hereby certify that on this day before me, an officer duly authorized to take acknowledgments, personally appeared Peter A. Stilphen and Michael Fleming known to me to be the persons described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS by hand and official seal in the County and State as aforesaid this 17<sup>th</sup> day of October, 1997.

*Debbie S. Conrad*  
Notary Public - Debbie S. Conrad

SEAL



This instrument prepared by:

Peter A. Stilphen  
9400 Gladiolus Drive, Suite 100  
Fort Myers, FL 33908