

NICHOLAS A. BABINO ACCOUNTANTS, INC.
3488 DELTONA BLVD.
SPRING HILL, FLORIDA 34606
(352) 686-3933

P97000099938

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
27 NOV 21 PM 3:18

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314
NOVEMBER 19, 1997

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-11/21/97-01022-001
*****70.00 *****70.00

RE: INCORPORATION

NEW FILING SECTION,

ENCLOSED ARE THE ARTICLES OF INCORPORATION FOR WORSHAM FLOOR MAINTENANCE, INC. . THE FEE IN THE AMOUNT OF SEVENTY DOLLARS (\$ 70.00) FOR PROCESSING THE ARTICLES ARE ENCLOSED. ALSO ENCLOSED IS AN EXTRA COPY OF THE ARTICLES OF INCORPORATION, THAT NEED TO BE STAMPED AND RETURNED TO.....

NICHOLAS A. BABINO 3488 DELTONA BLVD. SPRING HILL, FL 34606

IF THERE ARE ANY QUESTIONS IN REGARDS TO THESE ARTICLES, PLEASE CONTACT MY OFFICE AT 352-686-3933. THANK YOU FOR YOUR COOPERATION.

NICHOLAS A. BABINO
ACCOUNTANT/ CONSULTANT

D. BROWN NOV 24 1997

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ARTICLES OF INCORPORATION
OF
WORSHAM FLOOR MAINTENANCE, INC.

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida, pursuant to Chapters 607, Florida Statutes, and execute the following:

ARTICLE I. CORPORATE NAME

The name of the Corporation shall be:
WORSHAM FLOOR MAINTENANCE, INC.

ARTICLE II. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these Articles with the Secretary of State.

ARTICLE III. GENERAL PURPOSES

The purpose of this Corporation is to engage in floor cleaning and maintenance.
and any lawful business permitted under the laws of the State of Florida and the United States.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any time is ONE HUNDRED (100) shares of common stock, having a par value of one dollar (1.00) per share.

Authorized stock may be paid for in cash, past services, or property, at a just value to be fixed by the Board of Directors of this Corporation, at any regular or special meeting.

ARTICLE V. PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have the preemptive right to acquire pro rata, unissued or treasury shares of the Corporation or securities of the Corporation, convertible into or carrying the right to subscribe to or acquire shares. Such shares or securities may be issued by the Corporation from time to time for money, any property, or past services, in addition to authorized shares, and the preemptive right of any shareholder shall be determined by the ratio shares of which he/she is the holder to all authorized and issued shares. The prices, terms, and conditions therefore shall be fixed by the Board of Directors.

Before publicly or privately selling or offering to sell any additional shares of its common stock, or any stock bonds, debentures or other securities convertible into common stock, the Corporation shall first offer to all of the holders of its common stock the right of purchase a pro rata portion of such common stock or such securities convertible into common stock.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The Registered Agent and the street address of the Initial Registered Office of the Corporation shall be:

Joseph A. Worsham
15320 Sandy Court
Spring Hill, FL 34610

The Corporation will have the same address as the registered agent.

The Board of Directors from time to time may designate any other address and place for the Registered Office to the Corporation.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have no () Directors initially. The number of Directors may be increased or diminished from time to time by by-laws adopted by the Stockholders, but shall never be less than ().

ARTICLE VIII. INITIAL DIRECTORS

The names of the initial Directors of this Corporation and their street addresses are:

The persons named as initial Directors shall hold office for the first year of existence of this Corporation or until his or her successor(s) is/are elected or appointed and has/have qualified, whichever occurs first.

ARTICLE IX. INCORPORATORS

The name and street address of the Incorporators of these Articles of Incorporation are:

Joseph A. Worsham 15320 Sandy court Spring Hill, FL 34610

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

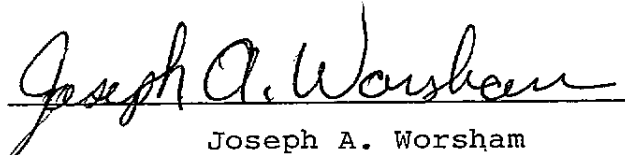
ARTICLE XI. BY-LAWS

The By-Laws shall be made, amended, or rescinded from time to time as therein provided.

ARTICLE XII. RIGHT OF FIRST REFUSAL

The Corporation shall have the right of first refusal to any Shareholder who desires to sell his/her shares or portions thereof, the compensation for which shall be fixed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has
executed the foregoing Articles of Incorporation this _____
day of _____, 19 97 _____.



Joseph A. Worsham
Incorporator

Incorporator

Incorporator

STATE OF FLORIDA
COUNTY OF HERNANDO

BEFORE ME, a Notary Public, personally appeared _____
JOSEPH A. WORSHAM

to me known to be the person(s) described in and who executed
the foregoing Articles of Incorporation, and acknowledged be-
fore me that they subscribed to these Articles of Incorporation
on the 11 day of NOVEMBER, 1997.


NOTARY PUBLIC

(SEAL)

My Commission Expires:



DOROTHY E. OLNEY
COMMISSION # CC 549881
EXPIRES JUN 17, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED STATE
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes,
the following is submitted:

FIRST: That WORSHAM FLOOR MAINTENANCE, INC.,
desiring to organize or qualify under the laws of the State
of Florida, with its principal place of business at the City
of SPRING HILL, State of Florida, has named
JOSEPH A. WORSHAM, located at 15320 SANDT COURT
SPRING HILL, Florida 34610,
as its agent to accept service of process within Florida.

Joseph A. Worsham
JOSEPH A. WORSHAM

TITLE: President

DATED: 11-11-97

Having been named to accept service of process for the
above stated Corporation, at the place designated in this Cer-
tificate, I hereby agree to act in this capacity, and I further
agree to comply with the provision of all statutes relative
to the proper and complete performance of my duties.

11-11-97
Date

Joseph A. Worsham
JOSEPH A. WORSHAM