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D & C
ATTORNEYS AT LAW

D E N T & C O O K , P. A.

P. O. BOX 3269 • SARASOTA, FLORIDA 34230

JOHN C. DENT, JR.
JOHN F. COOK
ROBERT K. ROBINSON
JOHN W. CHAPMAN, JR.

November 18, 1997

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: AMERICAN CARPET CLEANING SYSTEMS, INC.
Our File No: B62-4407

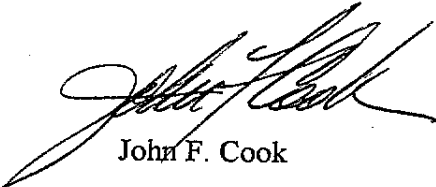
Dear Sir or Madam:

Enclosed please find Articles of Incorporation of American Carpet Cleaning Systems, Inc. for filing, together with a copy for certifying.

Also, enclosed is our firm's check in the amount of \$122.50 representing filing fees - \$35.00, certified copy - \$52.50 and registered agent designation - \$35.00.

Please forward the Certificate of Incorporation, together with certified copy of the Articles of Incorporation to the undersigned at your earliest opportunity.

Very truly yours,



John F. Cook

JFC/mc

Enclosures

cc: Kenneth R. Behm, Jr.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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12-1-97
WS

**ARTICLES OF INCORPORATION
OF
AMERICAN CARPET CLEANING SYSTEMS, INC.**

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DIVISION
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ARTICLE I. NAME.

The name of the corporation shall be AMERICAN CARPET CLEANING SYSTEMS, INC..

ARTICLE II.

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the corporation as well as the mailing address of the corporation is:

c/o Kenneth R. Behm, Jr.
3501 S.E. 16th Place
Cape Coral, Florida 33904

ARTICLE III. CAPITAL STOCK.

The corporation is authorized to issue, in one class, 10,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT.

The street address of the corporation's initial registered office is 330 South Orange Avenue, Sarasota, Florida 34236 and the name of the corporation's initial registered agent at that address is John F. Cook, Esq.

ARTICLE V. INCORPORATOR.

The name and address of the incorporator is:

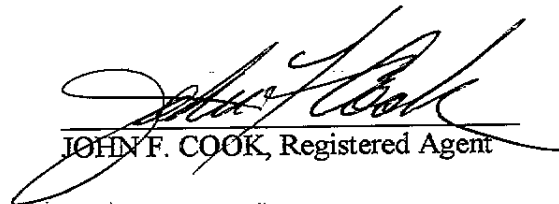
John F. Cook, Esq.
330 South Orange Avenue
Sarasota, Florida 34236

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SECRETARY OF CORPORATIONS
DIVISION C
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Dated this 18th day of November, 1997.


JOHN F. COOK, Incorporator

Having been designated and appointed to act as registered agent and to accept service of process for and on behalf of the above stated corporation, at the place designated in this certificate, I hereby state that I am familiar with and accept the obligations of registered agent for the corporation and accept the appointment to such position, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


JOHN F. COOK, Registered Agent

Dated: November 18, 1997