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MARKS, GRAY, CONROY & GIBBS  
PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

JAMES C. RINAMAN, JR.  
H. FRANKLIN PERRITT, JR.  
VICTOR M. HALBACH, JR.  
GERALD W. WEEDON  
NICHOLAS V. PULIGNANO, JR.  
WILLIAM M. CORLEY  
JEPHTHA F. BARBOUR  
LINDA C. INGHAM  
SUSAN S. ERDELYI  
ROBERT E. BROACH  
ALAN K. RAGAN  
STEPHEN B. GALLAGHER

DANIEL A. NICHOLAS  
M. SCOTT THOMAS  
GREGORY A. LAWRENCE  
JAMES A. HOENER  
L. JOHNSON SARBER III  
DONALD L. DEMPSEY II

RICHARD P. MARKS (1876-1942)  
SAM R. MARKS (1885-1973)  
HARRY T. GRAY (1890-1975)  
FRANCIS P. CONROY II (1912-1991)  
DELBIDGE L. GIBBS (1917-1992)

1200 RIVERPLACE BOULEVARD  
SUITE 800  
JACKSONVILLE, FLORIDA 32207  
POST OFFICE BOX 447  
JACKSONVILLE, FLORIDA 32201

TELEPHONE (904) 398-0900  
TELECOPIER (904) 399-8440  
E-MAIL marksgra@gate.net

March 26, 1998

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

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-03/27/98 --01078--013  
\*\*\*122.50 \*\*\*122.50

Re: First Appearance, Inc.

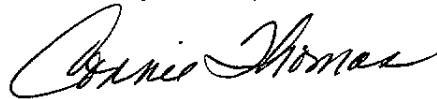
Ladies:

Enclosed are Articles of Incorporation and Registered Agent's Certificate of First Appearance, Inc. for filing. Also enclosed is a check in the amount of \$122.50 representing the filing fee and costs for a certified copy.

Please return the certified copy of the Articles to this office in the FedEx pouch enclosed herewith. Thank you for your attention to this matter.

Sincerely,

MARKS, GRAY, CONROY & GIBBS, P.A.



Connie Thomas  
Secretary to Donald L. Dempsey, II

/crt  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 27 AM 5:47

5-31-98  
WS

**ARTICLES OF INCORPORATION**  
**OF**  
**FIRST APPEARANCE, INC.**

FILED STATE  
SECRETARY OF CORPORATIONS  
98 MAR 27 AM 5:47

**ARTICLE I**  
**NAME**

The name of this corporation is **FIRST APPEARANCE, INC.**

**ARTICLE II**  
**NATURE OF BUSINESS**

This corporation is organized for the purpose of and engaging in and transacting in complete janitorial services and any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

**ARTICLE III**  
**CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

**ARTICLE IV**  
**TERM OF EXISTENCE**

The term for which this corporation shall exist shall be perpetual, commencing on the date of filing of these Articles.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 1200 River Place Boulevard Suite 800, Jacksonville, Florida 32207 and the name of the initial registered agent of this corporation at that address is Donald L. Dempsey II. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Christopher Robinson	5230 Brentview Terrace, Jacksonville, Florida 32210

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Christopher Robinson	5230 Brentview Terrace, Jacksonville, Florida 32210

## ARTICLE VIII

### BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

## ARTICLE IX

### AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

## ARTICLE X

### SUBSCRIPTION

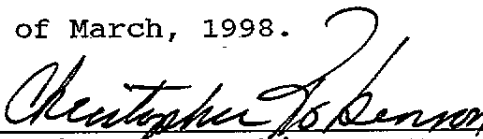
As of and by the execution of these Articles of Incorporation by the Incorporator, in consideration of the filing of and the premises and covenants contained in these Articles of Incorporation, the Incorporator hereby subscribes to purchase 50 shares of Common Stock at \$1.00 per share, for a total purchase price for Incorporator of \$50.00, to be paid as shall be determined by the Board of Directors.

ARTICLE XI

INITIAL PRINCIPAL PLACE OF BUSINESS

The Initial principal place of business for this corporation will be: 5230 Brentview Terrace, Jacksonville, FL 32210.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 24<sup>th</sup> day of March, 1998.


  
\_\_\_\_\_  
Christopher Robinson, Incorporator

STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing instrument was acknowledged before me this 25 day of March, 1998 by Christopher Robinson, who is personally ~~known to me or~~ who has produced FLDL#R152-100-58-260-0, as identification.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this 25 day of March, 1998.

NOTARY PUBLIC:

  
\_\_\_\_\_  
print Rosanna Langmaack  
My Commission No. CC387319  
State of Florida at Large (Seal)  
My Commission Expires: 6-26-98

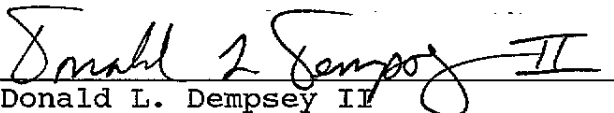


ROSANNA LANGMAACK  
MY COMMISSION # CC387319 EXPIRES  
June 26, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
FIRST APPEARANCE, INC.

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon First Appearance, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1200 River Place Boulevard, Jacksonville, Florida, 32207.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 25th day of March, 1998.

  
Donald L. Dempsey II  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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