

Law Offices
Austin A. Frye
20900 West Dixie Highway
North Miami Beach, Florida 33180

P98000030273

March 25, 1998

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

RE: R.P.M. CLEANING SERVICES, INC.

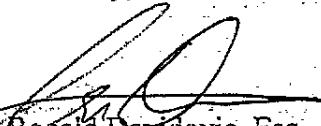
I have enclosed an original copy of the Articles of Incorporation for R.P.M. CLEANING SERVICES, Inc. and a check in the amount of \$122.50 payable to the Florida Division of Corporation.

Please send a certified copy of the Articles of Incorporation to:

Ronald Davidovic, Esq.
Law Offices of Austin A. Frye
20900 W Dixie Hwy.
N. Miami Bch., FL 33180
(305) 931-3200

Thank you for your cooperation with this matter.

Sincerely,


Ronald Davidovic, Esq.

Enclosures

FILED
98 MAR 30 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
R.P.M. CLEANING SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida in accordance with the Florida Business Corporation Act.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

R.P.M. CLEANING SERVICES, INC.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have

outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial registered office of this Corporation in the State of Florida shall be:

Wensley McFarlane
17520 NW 20 Ave.
Miami, FL 33056

The principal address is the same.

The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have two Directors initially. The number of Directors may be increased from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

The name of the Initial Directors of this Corporation and their street addresses are:

Wensley McFarlane
17520 NW 20 Ave.
Miami, FL 33056

Patricia McFarlane
17520 NW 20 Ave.
Miami, FL 33056

The Initial Director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is:

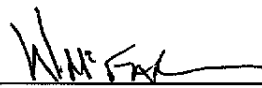
Wensley McFarlane
17520 NW 20 Ave.
Miami, FL 33056

ARTICLE IX

AMENDMENT

The Corporation reserves the right, to amend or repeal any provisions contained in these Articles of Incorporation or any Amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 25th day of MARCH, 19 98.

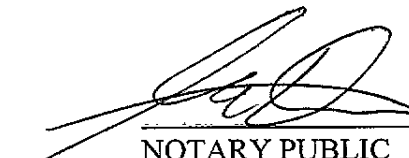


Wensley McFarlane, Incorporator

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

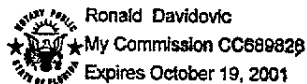
BEFORE ME, a Notary Public, personally appeared Wensley McFarlane, to me known to be the persons described as Incorporator(s) and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at North Miami Beach, Dade County, Florida this 25th day of MARCH, 1998.



NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



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

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Sections:

That R.P.M. Cleaning Services, Inc, desiring to organize under the laws of the State of Florida, has named Wensley McFarlane, located at 17520 NW 20 Ave., Miami, FL 33056, County of Dade, State of Florida, as its agents to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named as registered agent to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Wensley McFarlane

Date: 3/25/98

FILED
98 MAR 30 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA