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PAYAS, PAYAS & PAYAS

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MARIA J. MALDONADO  
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CARMEN S. PEÑA  
TERESA SCOTT  
SUE A. SMITH  
MICHAEL TIERNEY

PLEASE REPLY TO: ORLANDO

November 4, 1998

Corporate Records Bureau  
Department of State  
P.O.Box 6327  
Tallahassee, Florida 32314

300002681799--0  
-11/06/98--01010--018  
\*\*\*\*\*262.50 \*\*\*\*\*78.75

Attention: Division of Corporation  
Document Filing Section

Re: Incorporation of:  
Deut Homes, Inc  
Allways Services, Inc. &  
A Family Affair of Central Florida, Inc.

Dear Sir/Madam:

I am enclosing with this letter the following documents relating to the above-referenced corporations.

1. The Articles of Incorporation;
2. This firm's check in the amount of \$262.50 to cover the following items: filing fee, one certified copy of the Articles of Incorporation, and certificate designating registered agent;
3. A copy of the executed Articles of Incorporation to be certified and returned.

Thank you for your assistance in this matter.

Sincerely,

Armando Payas

Ap/ab

FILED  
98 NOV/6 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~11/10/98 25377~~

Dmc  
11-10-98

~~2544~~



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 10, 1998

ARMANDO PAYAS, ESQ.  
PAYAS, PAYAS & PAYAS  
1018 EAST ROBINSON STREET  
ORLANDO, FL 32801-2024

SUBJECT: ALLWAYS SERVICES, INC.  
Ref. Number: W98000025322

We have received your document for ALLWAYS SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 898A00054392

**FILED**  
98 NOV 16 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**ALLWAYS MAINTENANCE & SERVICES, INC.**

The undersigned subscriber to these Articles of Incorporation make, subscribe and acknowledge the following Articles of Incorporation under the laws of the State of Florida.

**ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be: ALLWAYS MAINTENANCE & SERVICES, INC.

**ARTICLE II - TERM OF EXISTENCE**

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

**ARTICLE III - GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Business Corporation Act of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue shall be 7,500 shares of common stock with a par value of \$1.00 per share.

## **ARTICLE V - PRINCIPAL OFFICE**

The principal place of business of the corporation shall be:

208 Old Mills Circle, Kissimmee, Florida 34746.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent of the corporation shall be: PEDRO HUMBERTO SCHAMBON, Jr., at the registered address of 612 East Vine St., Kissimmee, Florida 34744.

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

A. The initial number of directors of the corporation shall be two (2).

B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and qualified, are:

Marvin Arevalo, 208 Old Mills Circle, Kissimmee, Florida 34746

Manuel Arevalo, 208 Old Mills Circle, Kissimmee, Florida 34746

## **ARTICLE VIII - INCORPORATOR**

The name and residence address of the subscriber of these Articles of Incorporation is, MARVIN AREVALO, at the subscriber address of 208 Old Mills Circle, Kissimmee, Florida 34746.

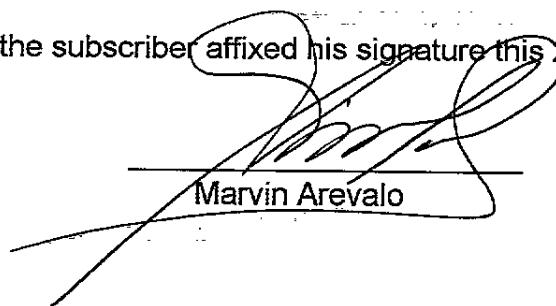
## **ARTICLE IX - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

**ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK**

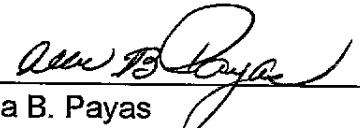
Shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders and to the Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified and set forth in the By-laws.

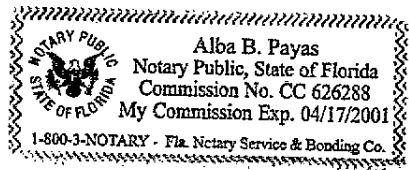
IN WITNESS WHEREOF, the subscriber affixed his signature this 28th day of October, 1998.

  
\_\_\_\_\_  
Marvin Arevalo

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 28th day of October, 1998, by MARVIN AREVALO, who has produced his Florida Driver License as identification, who did not take an oath and who executed the foregoing Articles of Incorporation.

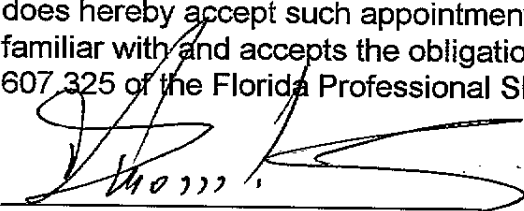
  
\_\_\_\_\_  
Alba B. Payas  
Notary Public  
My Commission expires  
April 17, 2001



**FILED**  
98 NOV 16 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, PEDRO HUMBERTO SCHAMBON, Jr., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with and accepts the obligations imposed pursuant to Florida Statutes 607.325 of the Florida Professional SERVICES Corporation Act.

  
\_\_\_\_\_  
PEDRO HUMBERTO SCHAMBON, Jr.