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Robert J. Ori

Accounting & Tax Services

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775-6 8TH COURT
VERO BEACH, FLORIDA 32962

November 9, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
Sholan-Mohr, Inc.

Attn: New Filing Section

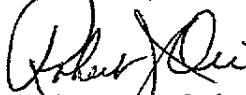
Request your assistance in processing the enclosed Certificate of Incorporation with subsequent assignment of a registration number.

Enclosed please find our check, in the amount of \$70.00, to pay for the costs of this registration.

Please respond to the Vero Beach address.

Many thanks for your assistance.

Sincerely


Robert J. Ori

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-11/16/98-01115-013
*****70.00 *****70.00

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation.


1. The name of the corporation is Sholan-Mohr, Inc.
2. The address of the corporation is 276 23rd Avenue, Vero Beach, Florida 32962.
3. The period of duration is perpetual.
4. The purpose is to engage in the pressure cleaning, roof coating painting, repair and replacement of component parts, maintenance programs, marketing, sales and rental of mobile or manufactured homes and any other activities or business permitted under the laws of the United States and Florida.
5. The corporation shall have authority to issue five hundred (500) shares of stock, all of one class, One Dollar (\$1.00) per share par value.
6. The address of its initial registered office is 276 23rd Avenue, Vero Beach, Florida 32962 and the name of its initial registered agent at said address is Joseph M. Mohr.
7. The number of directors constituting its initial board of directors is five (5) whose names and addresses are:

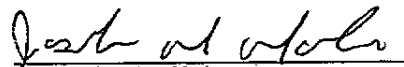
| NAME | ADDRESS |
|----------------------------------|-----------------------------------------------|
| Albert Sholan President | 4045 12th Place, S.W. Vero Beach, FL 32968 |
| Joseph M. Mohr Vice-President | 276 23rd Avenue Vero Beach, FL 32962 |
| Ginette Sholan Director | 4045 12th Place, S.W. Vero Beach, FL 32968 |
| Ellen M. Mohr Director | 276 23rd Ave. Vero Beach, FL 32962 |

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8. The name and address of the incorporators are:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------------------|-----------------------------------------------|
| Albert Sholan President | 4045 12th Place, S.W. Vero Beach, FL 32968 |
| Joseph M. Mohr Vice-President | 276 23rd Avenue Vero Beach, FL 32062 |


Albert Sholan

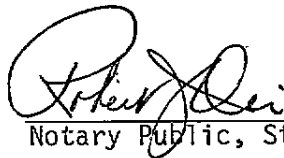

Joseph M. Mohr

DATED: November 9, 1998

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared Joseph M. Mohr and Albert Sholan, who to me are well known and are the persons described in and who subscribed the foregoing Articles of Incorporation, and they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Vero Beach in said county and state this 9th day of November, 1998.



Notary Public, State of Florida at Large

My Commission Expires



Robert J Ori
My Commission CC842084
Expires June 4, 2001

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 49.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT SHOLAN-MOHR, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF VERO BEACH, STATE OF FLORIDA, HAS NAMED JOSEPH M. MOHR, LOCATED AT 276 23RD AVENUE, CITY OF VERO BEACH 32962 STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Joseph M. Mohr
TITLE Vice President
DATE 9 NOV. 98

HAVING BEEN NAMED 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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES TO THE PROPER AND COMPOETE PERFORMANCE OF MY DUTIES.

SIGNATURE Joseph M. Mohr
DATE 9 NOV. 98

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