

P98000106535

Monarch Maintenance
6640 N.W. 25th Terrace
Gainesville, Florida 32653

1474
December 14, 1998

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

FEDERAL EXPRESS

Re: **Monarch Maintenance, Inc.**
Articles of Incorporation

100002712751--2
-12/15/98--01040--009
*****79.00 *****79.00

Dear Madam or Sir:

Enclosed for filing, on behalf of Monarch Maintenance, Inc. (the "Company"), are (i) the Company's Articles of Incorporation, and (ii) a money order in the amount of \$79.00 payable to the Secretary of State to cover the filing fees.

Please send a certified copy of the Company's Articles of Incorporation in the enclosed self-addressed envelope once they have been filed. The fee for the certified copy has been included in the above-referenced money order.

If you have any questions, please call the undersigned at (352) 371-4562.

Sincerely yours,

[Signature]
John N. Greenaway
Incorporator

Enclosures

1098-28124

SD 12/24

FILED
98 DEC 23 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 15, 1998

MONARCH MAINTENANCE
% JOHN N. GREENAWAY
6640 N.W. 25TH TERRACE
GAINESVILLE, FL 32653

SUBJECT: MONARCH MAINTENANCE, INC.
Ref. Number: W98000028124

We have received your document for MONARCH MAINTENANCE, INC.. However, the document has not been filed and is being returned for the following:

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 398A00059202

**ARTICLES OF INCORPORATION
OF ^{SERVICES}
MONARCH MAINTENANCE, INC.**

The undersigned, acting as incorporator, hereby forms a corporation under the Florida Business Corporation Act and adopts the following Articles of Incorporation for the Corporation:

ARTICLE I

Name

The name of the corporation (hereinafter referred to as the "Corporation") is:

^{SERVICES}
Monarch Maintenance, Inc.

ARTICLE II

Initial Principal Office and Mailing Address

The initial principal office and mailing address of the Corporation is 6640 N.W. 25th Terrace, Gainesville, Florida 32653.

ARTICLE III

Effective Date

The Corporation shall commence existence on January 1, 1999, and the Corporation shall exist perpetually thereafter.

ARTICLE IV

Capital Stock

The total number of shares of capital stock which the Corporation shall have authority to issue is One Hundred Thousand (100,000) common shares, having a par value of \$0.01 per share.

ARTICLE V

Initial Registered Agent and Office

The street address of the initial registered office of the Corporation is One Harbour Place, Tampa, Florida 33602, and the name of its initial registered agent at that address is Sharon P. Greenaway.

ARTICLE VI

Incorporator

The name and mailing address of the sole incorporator is as follows:

Name

Address

John N. Greenaway

6640 N.W. 25th Terrace
Gainesville, Florida 32653

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TALLAHASSEE, FLORIDA

ARTICLE VII

Purpose

The purpose for which this Corporation is organized is to engage in any lawful act, activity, or business permitted under the laws of the United States or the State of Florida.

ARTICLE VIII

Initial Directors

The Corporation shall have one (1) director initially, who shall serve as a director of the Corporation until the first annual meeting of shareholders and his successor is elected and qualified, or until his earlier resignation, removal from office, or death. The number of directors of the Corporation thereafter shall be such number as from time to time fixed by, or in the manner prescribed by, the bylaws of the Corporation. The name and mailing address of the person who shall serve as the initial director is:

Name

Address

John N. Greenaway

6640 N.W. 25th Terrace
Gainesville, Florida 32653

ARTICLE IX

Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit, or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of the Articles of Incorporation of which this Article IX is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.


Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

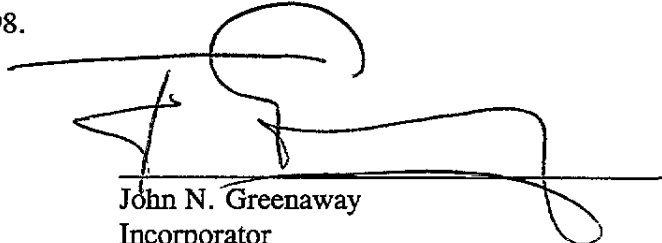
ARTICLE X

Amendment

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by the

laws of the State of Florida. All rights, powers, privileges, and discretionary authority granted or confessed herein upon shareholders or directors are granted or confessed subject to this reservation.

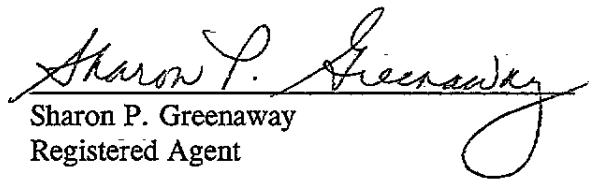

Dated this 2nd day of December, 1998.


John N. Greenaway
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated this 7th day of December, 1998.


Sharon P. Greenaway
Registered Agent

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98 DEC 23 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA