

P990000035533

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bayside Clearing Services
Inc.

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*****78.75 *****78.75

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99 APR 19 AM 10:45
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Second

Signature _____

Requested by: cy

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File _____

☐ LTD Partnership File _____

☐ Foreign Corp. File _____

☐ L.C. File _____

☐ Fictitious Name File _____

☐ Trade/Service Mark _____

☐ Merger File _____

☐ Art. of Amend. File _____

☐ RA Resignation _____

☐ Dissolution / Withdrawal _____

☐ Annual Report / Reinstatement _____

☒ Cert. Copy _____

☐ Photo Copy _____

☐ Certificate of Good Standing _____

☐ Certificate of Status _____

☐ Certificate of Fictitious Name _____

☐ Corp Record Search _____

☐ Officer Search _____

☐ Fictitious Search _____

☐ Fictitious Owner Search _____

☐ Vehicle Search _____

☐ Driving Record _____

☐ UCC 1 or 3 File _____

☐ UCC 11 Search _____

☐ UCC 11 Retrieval _____

☐ Courier _____

99 APR 19 PM 1:30

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

R. Purinton APR 19 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION 99 APR 19 PM 1:30

OF

BAYSIDE CLEANING SERVICES, INC.

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is BAYSIDE CLEANING SERVICES, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office and mailing address is c/o Steven J. Levine, Vice President and General Counsel, BHI Management Services, Inc., 4800 North Federal Highway, Suite 200B, Boca Raton, FL 33431.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

ARTICLE IV

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$0.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is MIAMI CENTER REGISTERED AGENTS, INC. The street address of the corporation's initial registered office is 201 S. Biscayne Boulevard, 17th Floor, Miami, FL 33131.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall be comprised as follows:

Steven J. Levine
BHI Management Services, Inc.
4800 N. Federal Highway, Ste. 200B
Boca Raton, FL 33431

Ann M. Olbert
BHI Management Services, Inc.
4800 N. Federal Highway, Ste. 200B
Boca Raton, FL 33431

Robert Gebhard
BHI Management Services, Inc.
4800 N. Federal Highway, Ste. 200B
Boca Raton, FL 33431

ARTICLE VIII

INITIAL OFFICERS

The initial Officers are as follows:

Steven J. Levine BHI Management Services, Inc. 4800 N. Federal Highway, Ste. 200B Boca Raton, FL 33431	President
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Ann M. Olbert BHI Management Services, Inc. 4800 N. Federal Highway, Ste. 200B Boca Raton, FL 33431	Vice President / Treasurer
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Robert Gebhard BHI Management Services, Inc. 4800 N. Federal Highway, Ste. 200B Boca Raton, FL 33431	Secretary
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ARTICLE IX

INCORPORATOR

The name and address of the Incorporator of the corporation is Jena E. Rissman, Esq., Kluger, Peretz, Kaplan & Berlin, P.A., 201 S. Biscayne Boulevard, 17th Floor, Miami, FL 33131.

ARTICLE X

BYLAWS

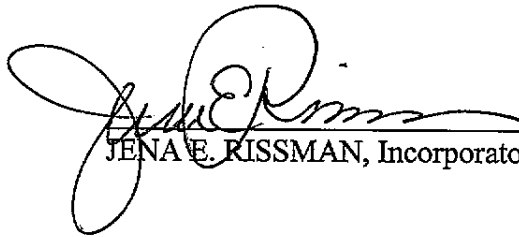
The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of April, 1999.


JENA E. RISSMAN, Incorporator

CERTIFICATE OF REGISTERED AGENT

OF

BAYSIDE CLEANING SERVICES, INC.

99 APR 19 PM 1:30

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That BAYSIDE CLEANING SERVICES, INC., with its principal office, as indicated in its Articles of Corporation, has named **Miami Center Registered Agents, Inc.** located at 1700 Miami Center, 201 South Biscayne Boulevard, Miami , Florida 33131, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 15th day of April, 1999.

MIAMI CENTER REGISTERED AGENTS, INC.

By: _____

Jena E. Rissman, V.P.