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April 16, 1999

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*****87.50 *****87.50

Department of Corporation
PO Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed please find the original executed Articles of Incorporation for Clean & Sweet, Inc. Kindly file these accordingly and forward a certified copy of the Articles and a Certificate of status to me at your earliest convenience. I have enclosed a check in the amount of \$87.50 payable to Department of State for the filing fees. Thank you for your cooperation.

Sincerely,

CLEAN & SWEET, INC.


Cathy L. Schuldinger
President

CLS/pm

Enc

CLEAN

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99 APR 19 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH APR 21 1999

**ARTICLES OF INCORPORATION
OF
CLEAN & SWEET, INC.**

ARTICLE 1. - NAME

The name of the corporation is **CLEAN & SWEET, INC..**

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 7611 Senrab Drive, Bradenton, Florida 34209. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be 7611 Senrab Drive, Bradenton, FL 34209. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

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

ARTICLE 5. - SHARES

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of ONE DOLLAR (\$1.00) U.S. per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this corporation is:

Cathy L. Schuldinger
7611 Senrab Drive
Bradenton, Florida 34209

ARTICLE 8. - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Cathy L. Schuldinger, President
7611 Senrab Drive
Bradenton, FL 34209

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Kenneth S. Schuldinger, Vice President/Secretary
7611 Senrab Drive
Bradenton, FL 34209

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

CATHY L. SCHULDINGER
7611 Senrab Drive
Bradenton, FL 34209

ARTICLE 10. - CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

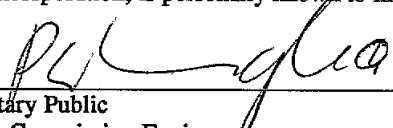
All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

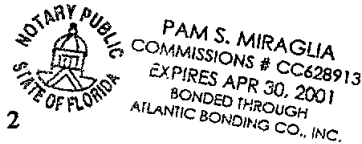
The undersigned Incorporator has executed these Articles of Incorporation on the 16th day of April, 1999


CATHY L. SCHULDINGER

STATE OF FLORIDA
COUNTY OF SARASOTA

I certify that on 4/16/99, CATHY L. SCHULDINGER the person described as the Incorporator, acknowledged executing the foregoing Articles of Incorporation, is personally known to me, and did not take an oath.


Notary Public
My Commission Expires:

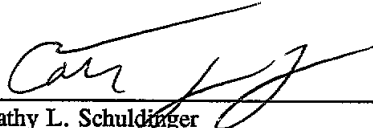


ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR

CLEAN & SWEET, INC

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: 4/16/99


Cathy L. Schuldinger

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