



THE UNITED STATES
CORPORATION
COMPANY

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99 JUL 23 PM 3:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Patricia Pigott

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CUSTOMER NO: 81599A

CUSTOMER: Marc P. Ossinsky, Esq
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Winter Park, FL 32789

DOMESTIC FILING

NAME: RESORT CLEANING SERVICE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

RECEIVED
99 JUL 23 PM 12:50
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PH 7/23/99

ARTICLES OF INCORPORATION
OF
RESORT CLEANING SERVICE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is:

RESORT CLEANING SERVICE, INC.
2528 Sunfish Street, Orlando, Florida 32839

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following: cleaning service

- a. to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way;
- b. to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them;

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 2528 Sunfish Street, Orlando, Florida 32839 and the name of its initial Registered Agent at that address is Day Thi Nguyen.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Day Thi Nguyen	2528 Sunfish Street Orlando, Florida 32839
Donald On Van Nguyen	2528 Sunfish Street Orlando, Florida 32839

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Day Thi Nguyen
2528 Sunfish Street
Orlando, Florida 32839

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Stock Transfer Restrictions. Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

<u>Shareholder</u>	<u>Number of Shares</u>
Donald On Van Nguyen and Day Thi Nguyen, as Tenants by the entireties	1,000

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

Article 11. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED,
AND ACCEPTANCE BY REGISTERED AGENT**

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TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

RESORT CLEANING SERVICE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2528 Sunfish Street, Orlando, Florida 32839, has named DAY THI NGUYEN, located at 2528 Sunfish Street, Orlando, Florida 32839, as its agent to accept service of process within Florida.

Len
DAY THI NGUYEN

Incorporator
Title:

7-6-1999
Date

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 state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Len
DAY THI NGUYEN, Registered Agent

7-6-1999
Date