

The Law Offices of

KATZMAN & KORR P.A.

A Professional Association of Attorneys

799000080967

1100 South State Road Seven
Suite 102
Margate, Florida 33068
Telephone: (954) 972-8228
Telefax: (954) 972-8711

July 6, 1999

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

RE: Incorporation of ACTION MAINTENANCE.COM

Dear Sir/Madam:

Enclosed please find the formal original Articles of Incorporation for the above-referenced company and a check in the amount of \$122.50 for filing fees and certification of same. Kindly expedite the filing of same and return a certified copy in the enclosed self addressed stamped envelope provided herein.

Thanking you for your prompt attention to this matter.

700002928597--3
-07/12/99-01092-005
****122.50 ****78.75

Sincerely,

KATZMAN & KORR P.A.

Leigh C. Katzman, Esq.
Managing Partner

Enclosure

wp/general/clients/action maintenance.com/lttdos.1

FILED
99 SEP 13 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolfe SEP 13 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 20, 1999

KATZMAN & KORR P.A.
1100 SOUTH STATE ROAD SEVEN SUITE 102
MARGATE, FL 33068

SUBJECT: ACTION MAINTENANCE.COM
Ref. Number: W99000016608

We have received your document for ACTION MAINTENANCE.COM and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 099A00037004

ARTICLES OF INCORPORATION
OF
ACTION MAINTENANCE.COM, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of the Sub Chapter-S Corporation shall be

ACTION MAINTENANCE.COM, INC.

The principal place of business of this business shall be

**3475 North Hiatus Road
Sunrise, Florida 33351**

The general purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. The specific nature of business of the Corporation will be construction, janitorial and repair services to be accomplished for commercial and/or residential properties.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II
CAPITAL STOCK

The authorized capital stock of this corporation shall be **ONE THOUSAND (1000)** shares of common stock at \$1.00 par value. The common stock shall be payable in cash, property or services at a just valuation to be fixed by the Board of Directors, if one so exists at a regular or a special meeting called for this purpose. No capital stock may be issued to anyone other than an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the corporation was incorporated. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

No shareholder of this corporation may sell or transfer his shares in such corporation without first offering same to the corporation so that it may exercise its right of first refusal to purchase same upon identical terms as the proposed sale and purchase as detailed in writing by the seller and endorsed by the prospective buyer. In the event that the corporation does not desire to purchase the stock than any remaining present stockholders which do desire to purchase same shall pay equal amounts for the purchase of same and each obtain equal amounts of the purchased stock. Only in the event that the above criteria is satisfied and the corporation and individual stockholders both refuse to purchase the stock then and only then shall the sale of the stock to an outside party be permitted.

ARTICLE III
TERM OF EXISTENCE

The sub-chapter s corporation is to exist perpetually.

ARTICLE IV
OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

MALCOLM H. WALDRON III - PRESIDENT

ANNE MARIE WALDRON - VICE PRESIDENT

ANNE MARIE WALDRON - SECRETARY

MALCOLM H. WALDRON III - TREASURER

Malcolm H. Waldron III - President
1620 N.W. 100th Terrace
Plantation, Florida 33322

Anne Marie Waldron - Vice President
1620 N.W. 100th Terrace
Plantation, Florida 33322

Anne Marie Waldron - Secretary
1620 N.W. 100th Terrace
Plantation, Florida 33322

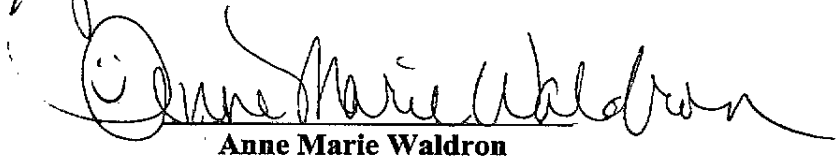
Malcolm H. Waldron III - Treasurer
1620 N.W. 100th Terrace
Plantation, Florida 33322

ARTICLE VI
INCORPORATORS

The name and address of the incorporator is:

Anne Marie Waldron - Vice President, Secretary
1620 N.W. 100th Terrace
Plantation, Florida 33322

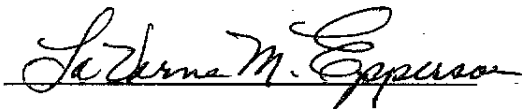
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 1st day of September, 1999.


Anne Marie Waldron

STATE OF FLORIDA)
COUNTY OF BROWARD)

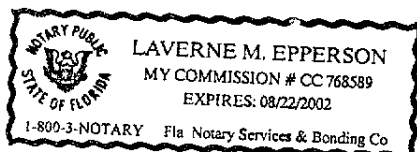
I HEREBY CERTIFY on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **Anne Marie Waldron**, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and who acknowledged that she executed the foregoing Articles of Incorporation for the purposes set forth therein.

Witness my hand and official seal in the County and State named above this 1 day
of September, 1999.



Notary Public, State of Florida

My Commission Expires:



Action Maintenance.Com 4 of 5

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

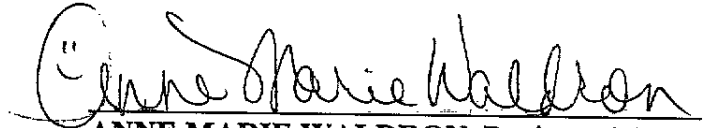
1. The name of the sub-chapter S corporation is:

ACTION MAINTENANCE.COM, INC.

2. The name and address of the registered agent and office is:

**ANNE MARIE WALDRON
Vice President, Secretary
3475 North Hiatus Road
Sunrise, Florida 33351**

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


ANNE MARIE WALDRON, Registered Agent

9/1/99
DATE

FILED
99 SEP 13 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA