

ARTICLES OF INCORPORATION
OF
EXTREME CLEAN, INC.

The undersigned, desiring to form a corporation in accordance with the Alabama Business Corporation Act, adopt the following Articles of Incorporation:

I. NAME

The name of the Corporation is Extreme Clean, Inc.

II. REGISTERED OFFICE

The location and address of the Corporation's initial registered office in this State is 40 Glaze Ferry Road, Harpersville, Alabama, 35078, Shelby County. The initial registered agent at the registered office is Thomas W. Smith, Jr.

III. PURPOSE

The purpose for which the Corporation is organized shall be to engage in and carry on any business activity not forbidden by law and to do those things that are necessary or proper in connection with any business, including, but not limited to, the following:

(a) To provide pressure cleaning and any and all services contracted to the public at large. To purchase, lease, or otherwise acquire, to own, hold, and operate, and to sell mortgage, pledge, lease, employ, or otherwise dispose of, encumber, or invest in such real estate, mortgages, stocks, bonds, and all types of personal property, tangible or intangible, as may be reasonably required in the conduct of its professional business in connection with any other proper business activity in which the Corporation may engage.

(b) To enter into and make all necessary contracts for the conduct of its business with any person, partnership, association, corporation, or other entity, and to perform carry out, cancel, and rescind those contracts.

(c) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the Corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

(d) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation, or other entity.

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(e) To carry on any other business in connection with and incidental to any for the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Alabama with all the powers conferred on corporations by the laws of the State of Alabama.

(f) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose or the attainment of any of the objectives or the furtherance of any of the powers set forth in these Articles of Incorporation, incidental to, or growing out of its professional business or otherwise, and at all times to comply with the provisions of the Revised Alabama Corporation Act as currently enacted and as may be hereafter amended or superseded by any other statute.

IV. DURATION

The term of existence of the corporation is perpetual.

V. INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas W. Smith, Jr.	40 Glaze Ferry Road Harpersville, AL 35078

VI. INITIAL DIRECTORS

The initial Board of Directors shall consist of one member. The name and address of the Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Thomas W. Smith, Jr.	40 Glaze Ferry Road Harpersville, AL 35078
Cheryl Suzanne Smith	40 Glaze Ferry Road Harpersville, AL 35078

VII. OFFICERS

The initial officers of the Corporation shall be:

Thomas W. Smith, Jr.	President
Cheryl Suzanne Smith	Secretary-Treasurer

VIII. SHARE STRUCTURE

Number and Type

1. The maximum number of shares that the Corporation is authorized to have outstanding is 100 shares. All shares shall be common shares with a par value of \$1.00 per share.

Dividends

2. The Board of Directors is hereby authorized to fix and determine whether any, and if any, what part of the surplus, however created or arising, shall be used, declared in dividends or paid to shareholders, or paid to employees or directors and without action by the shareholders, to use the surplus, or any part thereof, as acquisition of shares, voting trust certificates for shares, bonds, debentures, notes, script, Page Four warrants, obligations, evidences of indebtedness or other securities of the Corporation.

Shareholders' Actions

3. To the extent permissible under the laws of the State of Alabama, consent by vote or otherwise of the State of Alabama, consent by vote or otherwise of the holders of shares (of any class entitled to vote thereon) entitling them to exercise a majority of the voting power of the Corporation shall be sufficient to sustain any action to be taken by the shareholders of the Corporation, and in cases where any class shall be required by the laws of the State of Alabama to consent separately as a class, consent by vote or otherwise of the holders of a majority of the shares of that class shall be sufficient of sustain any actions to be taken by the shareholders of that class.

The amount of the capital with which the Corporation shall begin business is \$100.00.

XI. AMENDMENT OF ARTICLES

The Corporation reserves the right at any time, and from time to time, to amend these Articles of Incorporation in the manner now or hereafter permitted by statute. Any change authorized by the holders of the shares entitling them to exercise a majority of the voting power of the Corporation (or such greater number as may then be required by statute), shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that she or he may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of her or his shares or any other rights of a dissenting shareholder.

XII. INTERESTED DIRECTORS AND OFFICERS

A director or officer of the Corporation shall not be disqualified by office from dealing or contracting with the corporation as a vendor, purchaser, employee, agent, or otherwise. No act of the Corporation shall be void or voidable or in any way affected by reason of the fact that any director or officer of this Corporation is also a member of a firm; an officer, director, shareholder, or trustee of a corporation; a trustee or beneficiary of a trust; or otherwise connected with any other enterprise that is in any way interested in the act. No director or officer shall be accountable or reasonable to the Corporation for or in respect to any act of the Corporation or for any gains or profits directly or indirectly realized by the reason of the fact that the director or officer or any firm of which she or he is a member; any corporation of which she or he is an officer, shareholder, director, of trustee; any trust of which she or he is a trustee or beneficiary; or other entity with which she or he is connected is interested in the act. The fact that the director or officer, or that the firm, corporation, trust, or other entity is interest shall be disclosed or shall have been known to the Board of Directors or the members of the Board present at any meeting of the Board of Directors at which action on the transaction is taken. Any interested director may be counted in determining the existence of a quorum at any meeting of the Board of Directors that authorizes or takes actions in respect to any such transaction; and any interested director may vote to authorize, ratify, or approve the transaction. Any officer of the Corporation may take any action within the scope of her or his authority, respecting any act, with like force and effect as if she or he, or any other entity with which she or he is connected, were not interested in the act. Without limiting or qualifying the foregoing, if in any judicial or other inquiry, suit, cause, or proceeding, the question of whether a director of officer of the Corporation has acted in good faith is material, and notwithstanding any statute or rule of law or of equity to the contrary (if there is any) her or his good faith shall be presumed, in the absence of clear and convincing evidence and proof to the contrary.

XIII. INDEMNIFICATION

Right to Indemnification

1. The Corporation shall indemnify each of its officers, directors, and employees, whether or not then in office, and her or his heirs and legal representatives against all expenses, judgments, decrees, fines, penalties, or other amounts paid in satisfaction of, in settlement of, or in connection with the defense of any pending or threatened action, suit, or proceeding, civil or criminal, to which she or he is or may be made a party by reason of having been a director, officer, or employee of the Corporation. Without limitation, the term "expenses" shall include all counsel fees, expert witness fees, court cost and any other costs of a similar nature. The Corporation shall not, however, indemnify any officer, director, or employee until a majority of the Board of Directors has determined, by majority vote at a meeting or by a written instrument signed by a majority of all of the directors, that the officer, director, or employee

- (a) Was not grossly negligent in her or his duty to the Corporation, nor guilty of intentional misconduct in the performance of duties to the Corporation;
- (b) Acted in good faith in what she or he reasonably believed to be the best interest of the Corporation; and
- (c) In matter subject to criminal action, suit or proceeding, had no reasonable cause to believe that the conduct was unlawful.

In making this determination, all of the directors, including any director who is a party to or threatened with the action, suit, or proceeding, shall be entitled to vote at the meeting or to sign the written instrument and thereby be counted for all purposes in determining a majority of the Board of Directors.

Written Demand For Indemnification

2. Any officer, director, or employee who is entitled to indemnification from the Corporation may make a written demand on the Board of Directors, by serving the written demand on the President or the Secretary (unless the President and the Secretary are both making the demand, in which case service may be made on any other officer of the Corporation). If the Board of Directors does not, within fifteen (15) days after service of the written demand, determine that the officer, director, or employee may, within sixty (60)

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days following the date of service of the demand apply to a court of general jurisdiction in the county in which the Corporation maintains its principal office, to consider the matters referred to in sub paragraphs (a), (b) and (c) of XIII Paragraph 1. If the court determines that the conduct of the officer, director, or employee to the same extent as if the Board of Directors had originally made the determination.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1
day of September, 1995.

Thomas W. Smith, Jr.
Thomas W. Smith, Jr.
Director/President/Incorporator

Cheryl Suzanne Smith
CHERYL SUZANNE SMITH
Director/Secretary-Treasurer

This instrument was prepared by:

Thomas W. Smith, Jr.
40 Glaze Ferry Road
Harpersville, AL 35078
(205) 672-7919

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Extreme Clean, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Thomas Smith, 40 Glaze Ferry Road, Harpersville, AL 35078 for a period of one hundred twenty days beginning July 26, 1995 and expiring November 24, 1995.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

July 26, 1995

Date

Jim Bennett

Secretary of State

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