

CSC

THE UNITED STATES CORPORATION COMPANY

P97000108306

P.O. Box 508
Tallahassee, FL 32301-0508
(800) 342-8614

Account No. 072100000032

(Requestor's Name)
1201 Hays Street
(Address)
Tallahassee, FL 32301 222-9171
(City, State, Zip) (Phone #)

Reference :
Authorization: Patricia Pygott
Cost Limit : \$ 87.50

OFFICE USE ONLY

CIS Contact: Lori Dunker

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):
300002415813--9

- Linen Source, Inc.
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
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(Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
CORPORATION
JAN 29 AM 11:38
E. Jackson
Boyer
Parker, White

1/29
John Prestated Articles C.C.

Examiner's Initials

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98 JAN 29 PM 3:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESTATED ARTICLES OF INCORPORATION
OF
LINEN SOURCE, INC.

WHEREAS, the Articles of Incorporation of LINEN SOURCE, INC. were filed with and approved by the Secretary of State of Florida on the 26th day of December, 1997, effective January 1, 1998; and

WHEREAS, it is the intention of all of the members of the Board of Directors and the sole stockholder, comprising the only voting group of stockholders, of LINEN SOURCE, INC., that the Articles of Incorporation of the corporation be amended and restated in their entirety; and

WHEREAS, the proposed Restated Articles of Incorporation of LINEN SOURCE, INC. deletes original Article VIII, and renumbers original Article IX to new Article VIII; and

WHEREAS, the proposed Restated Articles of Incorporation of LINEN SOURCE, INC., hereinafter set forth was approved by all members of the Board of Directors and the sole stockholder, comprising the only voting group of stockholders, of LINEN SOURCE, INC., pursuant to provisions of Florida Statutes, Sections 607.0821, 607.0704, 607.1001, and 607.1007, on the 13 day of January, 1998; and

WHEREAS, the approval of the Secretary of State of Florida of the proposed restatement hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of LINEN SOURCE, INC., are hereby amended and restated by deleting in their entirety the present Articles of Incorporation and by substituting therefor the following to wit:

"ARTICLE I

Name

The name of this corporation shall be:

LINEN SOURCE, INC.

The principal office and mailing address of this corporation shall be 5401 Hangar Court, Tampa, Florida 33634, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

Existence of Corporation

The effective date of these Restated Articles of Incorporation shall be the date of the filing of same with the Secretary of State, and shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

General Powers

The corporation shall have power:

(a) To sue and be sued, complain, and defend in its corporate name.

(b) To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it.

(c) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located.

(d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.

(e) To lend money to, and use its credit to assist, its officers and employees in accordance with Section 607.0833, Florida Statutes.

(f) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity.

(g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations

by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation.

(h) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment.

(i) To conduct its business, locate offices, and exercise the powers granted by law within or without this state.

(j) To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit.

(k) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida,

for managing the business and regulating the affairs of the corporation.

(l) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(m) To transact any lawful business that will aid governmental policy.

(n) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation.

(o) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agents of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his or her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

ARTICLE V

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall consist of one class only and shall be comprised of 100,000 shares of common capital stock having a par value of \$1.00 per which of which (i) 1,000 shares shall be designated voting shares (the "Voting Shares"), entitling the holders thereof to one (1) voting with respect to all matters to be properly voting on by the stockholders of the corporation, and (ii) 99,000 shares shall be designated non-voting shares (the "Nonvoting Shares"), entitling the holders thereof to no voting rights. Each Voting Share and each Nonvoting Share of the common capital stock shall participate equally with every other share of such stock in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation. Before the corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is 501 East Kennedy Boulevard, Suite 1700, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is E. Jackson Boggs. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be four (4), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Robert M. Franzblau	5401 Hangar Court Tampa, Florida 33634
Jo Franzblau	5401 Hangar Court Tampa, Florida 33634
Alix F. Dorr	5401 Hangar Court Tampa, Florida 33634
Charles (Carlo) A. Franzblau	5401 Hangar Court Tampa, Florida 33634

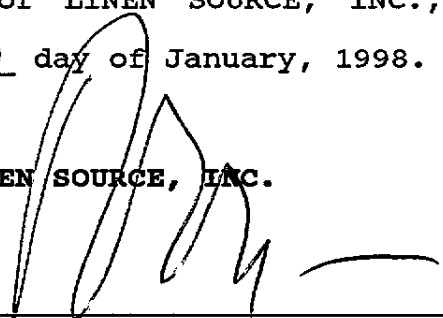
ARTICLE VIII

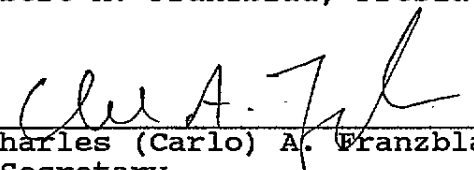
Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation."

IN WITNESS WHEREOF, these Restated Articles of Incorporation are hereby executed on behalf of LINEN SOURCE, INC., by its President and Secretary this 23 day of January, 1998.

LINEN SOURCE, INC.

By: 
Robert M. Franzblau, President

By: 
Charles (Carlo) A. Franzblau,
Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 23
day of January, 1998, by Robert M. Franzblau and Charles (Carlo) A.
Franzblau, as President and Secretary, respectively, of LINEN
SOURCE, INC., a Florida corporation, on behalf of the corporation,
who are personally known to me or have produced _____ as
identification and who did not take an oath.

Diana Lynn Pease
Notary Public

DIANA L. PEASE
print name

My Commission Expires:

9/25/99

Serial No. CC497989



DIANA LYNN PEASE
My Comm Exp. 9/25/99
Bonded By Service Ins
No. CC497989

Personally Known Other I.D.

CERTIFICATE OF ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in its Restated Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

Signature *E. Jackson Boggs*
E. Jackson Boggs
Registered Agent

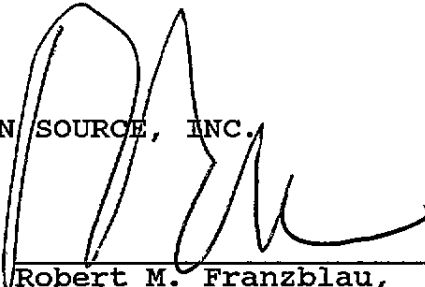
Date 1/23/98

**CERTIFICATE PURSUANT TO SECTION 607.1007(4)
FLORIDA STATUTES**

The undersigned does hereby certify this ____ day of January, 1998, that the attached Restated Articles of Incorporation of LINEN SOURCE, INC. (the "Restatement") contains an amendment requiring approval by the stockholders of the corporation, and that the Board of Directors and the sole voting stockholder, comprising the only voting group of stockholders, of the corporation approved and adopted the Restatement by unanimous written consent dated January 23, 1998, as provided in Sections 607.0821 and 607.0704, Florida Statutes.

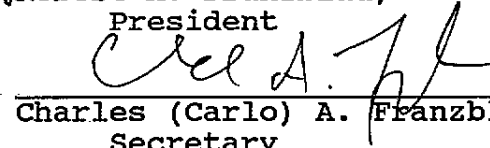
LINEN SOURCE, INC.

By:



Robert M. Franzblau,
President

By:



Charles (Carlo) A. Franzblau,
Secretary