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LIMITED LIABILITY COMPANY

STARS AND STRIPES CAR WASH III, L.L.C.

Certificate of Status	0
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August 3, 2001

EMPIRE

SUBJECT: STARS AND STRIPES CARE WASH III, L.L.C.
REF: W01000017953

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

The statement in parentheses at the bottom of page 2 of the Articles refers to "this affidavit." You may change this to read "this document," and resubmit the filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Lee Rivers
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**ARTICLES OF ORGANIZATION FOR
STARS AND STRIPES CAR WASH III, L.L.C.,
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: STARS AND STRIPES CAR WASH III, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the initial principal office of the Limited Liability Company is: 9444 N.W. 46th Street, Sunrise, Florida 33351.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is: STARS & STRIPES CAR WASH, INC., a Florida Corporation, Allan J. Pomerantz, President, whose address is currently at 9444 N.W. 46th Street, Sunrise, Florida 33351.

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: New members may be admitted, in accordance with the laws of the State of Florida and under such terms and conditions, as shall be mutually agreed upon in writing by all current and future members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member

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or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be in accordance with the Laws of the State of Florida. Notwithstanding anything to the contrary contained herein, a member may not transfer his (or her) interest to a new member, without the prior written approval of all other then current members, except in the event of the death of a current member, in which case transfer to a relative of the deceased member, by Will, Intestate Succession, or other form of inheritance shall not require approval of the other members.

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**ARTICLE VII-CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: STARS AND STRIPES CAR WASH III, L.L.C.
2. The name and the Florida street address of the registered agent are: ALLAN J. POMERANTZ, 9444 N.W. 46th Street, Sunrise, Florida 33351.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


 Date 8-2-01
 SIGNATURE, ALLAN J. POMERANTZ, Resident Agent


 Date 8-2-01
 ALLAN J. POMERANTZ, An authorized representative of
 a member, who has signed these Articles of Organization

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ALLAN J. POMERANTZ
 Typed or printed name of signor

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