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December 23, 2002

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: AROUND TOWN LAUNDRY SERVICES, LLC.

Dear Sir or Madame:

Articles of Organization for the above named proposed Florida Limited Liability Company are enclosed for filing. I am also enclosing a check in the amount of \$125.00, representing payment of the following:

Filing Fees: \$100.00
Registered Agent Designation: 25.00
\$125.00

Thank you for your assistance in this matter.

Sincerely,

William L. Vinson

WLV/mrs

enclosure

ARTICLES OF ORGANIZATION OF AROUND TOWN LAUNDRY SERVICES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be AROUND TOWN LAUNDRY SERVICES, L.L.C..

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is

2519 McMullen Booth Rd., STE 510, Box 344 Clearwater, Florida 33761

ARTICLE III -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

FRANK D. WILLIAMS 2519 McMullen Booth Rd., STE 510, Box 344 Clearwater, Florida 33761

ARTICLE IV -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the

proposed transfer by written consent.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

BONITA J. FENTON

2519 McMullen Booth Rd., STE 510, Box 344

Clearwater, Florida 33761

FRANK D. WILLIAMS

2519 McMullen Booth Rd., STE 510, Box 344

Clearwater, Florida 33761

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at 110 S. Levis Ave., Tarpon Springs, Florida, on December /8, 2002

Bonita J. Fenton.

Manual Villanus

FRANK D. WILLIAMS

STATE OF GEORGIA COUNTY

Sworn to and subscribed before me this <u>/8</u> day of December, 2002, by BONITA J. FENTON and FRANK D. WILLIAMS who are personally known to me or who has produced <u>Devees License</u> as identification.

NOTARY PUBLIC:

orint: CHES PENA

State of Georgia at Large (Seal)

My commission expires:

Notary Public, Gwinnett County, Georgia My Commission Expires July 1, 2005

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, AROUND TOWN LAUNDRY SERVICES, L.L.C., 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:

AROUND TOWN LAUNDRY SERVICES, L.L.C.

2. The name and street address of the registered agent in Florida are:

FRANK D. WILLIAMS 2519 McMullen Booth Rd., STE 510, Box 344 Clearwater, Florida 33761

The undersigned, being the person named in the articles of organization of AROUND TOWN LAUNDRY SERVICES, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

FRANK D. WILLIAMS