

L98000002349

Bruce D. Green, P.A.

ATTORNEY AT LAW

00789-01117-01115-00524

FEDERAL EXPRESS

September 23, 1998

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

Re: XPRESS DRY CLEANERS, L.C.
Articles of Organization

400002648044--8


-09/24/98-01043-012
****285.00 ****285.00

To Whom It May Concern:

Enclosed herein you will find the original Articles of Organization along with my trust account check in the amount of \$285.00 as and for filing fees due in this regard. Please return the receipt and acknowledgment of filing to me at your earliest opportunity. I have enclosed an envelope for your convenience.

Thank you for your assistance in this regard.

Very truly yours,


Bruce David Green

W98-21940

BDG:jdf
Enclosures

| | |
|-------------------|-----|
| Name | MJH |
| Availability | MJH |
| Document Examiner | MJH |
| Updater | MJH |
| Updater | MJH |
| Verifier | MJH |
| Acknowledgement | MJH |
| P. Verifier | MJH |

600 SOUTH ANDREWS AVENUE • SUITE 400 • FORT LAUDERDALE, FLORIDA 33301
TELEPHONE (954) 522-8554 FAX (954) 522-8555

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 24, 1998

BRUCE DAVID GREEN
600 SOUTH ANDREWS AVE., SUITE 400
FORT LAUDERDALE, FL 33301

SUBJECT: XPRESS DRY CLEANERS, L.C.
Ref. Number: W98000021940

We have received your document for XPRESS DRY CLEANERS, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the entity's complete mailing address.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

The affidavit must list the specific anticipated amount. If the anticipated amount is unknown, include a statement on the affidavit stating that if any additional contributions are made a supplemental affidavit will be submitted amending the amount of contributions at that time.

Please return 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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 298A00048285

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
AND
ARTICLES OF ORGANIZATION
OF
XPRESS DRY CLEANERS, L.C.**

THE UNDERSIGNED hereby certifies, in accordance with the provisions of §608.407, Fla. Stats., that a limited liability company has been formed under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

Name: The name of the limited liability company shall be **XPRESS DRY CLEANERS, L.C.**, and its principal place of business shall be 5269 S.W. 117th Avenue, Cooper City, Florida 33330 and it shall have the power and authority to establish branch offices at such place or places as may be designated by the member(s).

The mailing and Principal address are the same.

ARTICLE II

Purposes and Powers: The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

A. To engage in any activity or business authorized under the Florida Statutes.

B. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural; person might or could do.

C. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

D. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision or department thereof, and to perform

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and carry out, assign, cancel or rescind any of such contracts.

E. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact, for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property or commercial interest thereof and to aid, assist or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of a limited liability company's for profit.

F. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

G. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or in reference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

Capital Contributions: The above named limited liability company has at least one (1) member. The total amount of cash contributed by the member(s) is \$ 100. No property other than cash has been contributed. The total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 500. Additional contributions shall be made as required for investment purposes, as determined by unanimous consent of the member(s). Member(s) will make contributions in equal shares.

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ARTICLE IV

Profits and Losses:

A. Sharing of Profits. The member(s) shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits.

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of such commencement date being 9/17/, 1998.

B. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business or, if such sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE V

Limited Liability Company Powers: All limited liability company powers shall be exercised by or under the authority of, and the business and the affairs of this limited liability company shall be managed under the direction of the following manager of this limited liability company whose name and address is:

Jennifer G. Lokeinsky
5269 S.W. 117th Avenue
Cooper city, Florida 33330

This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the member(s) of the limited liability company.

ARTICLE VI

Duration: This limited liability company shall exist until December 31, 2022, or until dissolved in the manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

Principal Place of Business: The principal office of this limited liability company shall be located at 5269 S.W. Avenue, Cooper City, Florida 33330.

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ARTICLE VIII

Management: This limited liability company shall be managed by one (1) manager. The names and addresses of the person who shall serve as such until the first annual meeting of members, or until her successor is elected and qualified is:

Jennifer G. Lokeinsky
5269 S.W. 117th Avenue
Cooper city, Florida 33330

ARTICLE IX

Initial Registered Office and Registered Agent: The address of the initial registered office of the limited liability company is 5269 S.W. 117th Avenue, Cooper City, Florida 33330 and the name of its initial registered agent at such address is Jennifer G. Lokeinsky.

ARTICLE X

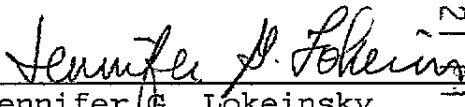
Restrictions on Membership: Members shall have the right to admit new members by unanimous consent. Contributions required of the new members shall be determined as of the time of admission to the limited liability company.

A members interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of (all or less than all) members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed articles of organization of **XPRESS DRY CLEANERS, L.C.**

DATED at Fort Lauderdale, Broward County, Florida, this 17 day of September, 1998.


Jennifer G. Lokeinsky

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE with §608.415, Florida statutes, the following is submitted:

THAT, XPRESS DRY CLEANERS, L.C., under the Laws of the State of Florida, with its initial principle office at 5269 S.W. 117th Avenue, Cooper City, Florida 33330, as indicated in the Articles of Organization; has named Jennifer G. Lokeinsky located at 5269 S.W. 117th Avenue, Cooper City, Florida 33330, as its Agent to accept Service of Process within the State of Florida.

DATED this 17 day of September, 1998.

MEMBERS PER AND OF
ARTICLES OF ORGANIZATION:

By: _____

Jennifer G. Lokeinsky

Having been named to accept service of process for the above stated limited liability company 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 pertaining to the proper and complete performance of my duties.

DESIGNATION ACCEPTED:

By: _____

Jennifer G. Lokeinsky
Jennifer G. Lokeinsky

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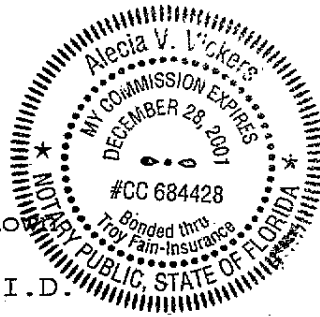
STATE OF FLORIDA : -

SS.

COUNTY OF BROWARD :

BEFORE ME, the undersigned authority, personally appeared Jennifer G. Lokeinsky, to me personally known as the person described in and who subscribed to the above and foregoing Articles of Organization, who being by me first duly sworn and cautioned, deposes and otherwise states: That she has read the same, knows and understands the contents thereof, and that she executed the same as his free act and deed for the purposes therein set forth and expressed.

SWORN TO AND SUBSCRIBED before me in the State and County aforesaid this 17 day of September, 1998.



(☒) Personally known
() Photographic I.D.
Type: _____

Alecia V. Vickers

NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

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