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RISH, GIBSON & SCHOLZ, P.A.

ATTORNEYS AT LAW

206 E. FOURTH STREET

POST OFFICE BOX 39

PORT ST. JOE, FLORIDA 32457

WILLIAM J. RISH
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TELEPHONE (850) 229-8211
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May 26, 2000

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-05/30/00-01136-012
****122.50 *****78.75

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32399

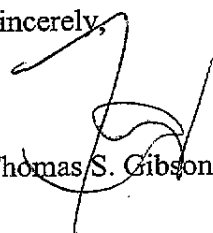
Re: Sunset Cleaners, Inc.

Dear Sir or Madam:

I have enclosed the original and one copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$122.50 to cover the filing fee and the cost of receiving a certified copy of the Articles of Incorporation. Please forward your certificate of incorporation and certified copy to me as soon as possible.

Thank you for your assistance in this matter.

Sincerely,


Thomas S. Gibson

TSG/pwr

Enclosure: as stated

FILED
00 MAY 30 AM 7:48
STATE OF FLORIDA
TALLAHASSEE FLORIDA

Thomson JUN 08 2000

ARTICLES OF INCORPORATION

OF

SUNSET CLEANERS, INC.

00 MAY 30 AM 7:48
TALLAHASSEE FLORIDA

THE UNDERSIGNED, for the purpose of forming a for profit corporation under Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is Sunset Cleaners, Inc., hereinafter referred to as the "Corporation." The principal office of the Corporation shall be 206 E. 4th Street, Port St. Joe, Florida, 32456.

ARTICLE II

DURATION

The duration of the Corporation is perpetual. Corporate existence shall commence upon the proper filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE III

PURPOSE

The purpose of this corporation is for any purpose authorized by Chapter 607, Florida Statutes.

ARTICLE IV

SHARES OF STOCK

The aggregate number of shares which the Corporation is authorized to issue is seven

thousand five hundred (7,500). Such shares shall be of a single class consisting of common, voting stock and shall be of One and no/100 (\$1.00) Dollar par value.

ARTICLE V

REGISTERED AGENT

The initial registered agent for this corporation is THOMAS S. GIBSON, Attorney, and the initial registered office is located at 206 E. 4th Street, Port St. Joe, Florida, 32456.

ARTICLE VI

DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is three (3). The name and address of each person who is to serve as a member of the initial Board of Directors is:

Mitchael Edward Hampton
109 B South 39th Street
Mexico Beach, FL 32410

William J. Rish, Jr.
206 E. 4th Street
Port St. Joe, FL 32456

Thomas S. Gibson
206 E. 4th Street
Port St. Joe, FL 32456

The number of directors shall be fixed by the Bylaws and may be changed from time to time, but shall never be less than one nor more than three (3).

ARTICLE VII

OFFICERS

The number of officers constituting the initial officers of the Corporation is one (3). The name and address of each person who is to serve as an initial officer is:

Mitchael Edward Hampton, 109 B S. 39th Street, Mexico Beach, FL 32410 - President
William J. Rish, Jr., 206 E. 4th Street, Port St. Joe, FL 32456 - Vice President
Thomas S. Gibson, 206 E. 4th Street, Port St. Joe, FL 32456 - Secretary

The number of officers for the Corporation shall be fixed by the Bylaws and may be changed from time to time.

**ARTICLE VIII
BYLAWS**

The Board of Directors shall have the authority to adopt, alter or amend the Bylaws for the Corporation by a majority vote at any directors' meeting.

**ARTICLE IX
INCORPORATOR**

The names and address of the incorporator is as follows:

**Thomas S. Gibson
206 E. 4th Street
Port St. Joe, FL 32456**

DATED this 26 day of May, 2000.

SUNSET CLEANERS, INC.
[Signature]
By: _____
Thomas S. Gibson, Incorporator

STATE OF FLORIDA
COUNTY OF GULF

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Thomas S. Gibson, as Incorporator of Sunset Cleaners, Inc., known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form(s) of identification of the above-named person:

personally known other I.D.: _____

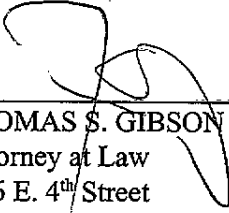
Witness my hand and official seal in the County and State last aforesaid this 26 day of May, 2000.



[Signature]
Notary Public, State of Florida
My Commission Expires:

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.



THOMAS S. GIBSON
Attorney at Law
206 E. 4th Street
Port St. Joe, FL 32456
(850) 229-8211
Florida Bar No. 0350583

FILED
00 MAY 30 AM 7:48
TALLAHASSEE FLORIDA