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DRYCLEAN EMPORIUM, INC.
c/o 2450 Hollywood Boulevard
Suite 100
Hollywood, Florida 33020

June 1, 2000

VIA AIRBORNE EXPRESS
AIRBILL NO.: 5827275613

Secretary of State
Corporation Division
409 East Gaines Street
Tallahassee, FL 32404

Re: Incorporation of
DRYCLEAN EMPORIUM, INC.

FILED
2000 JUN -2 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:


Enclosed herewith are the Articles of Incorporation for DRYCLEAN EMPORIUM, INC., Registered Agent's acceptance, and undersigned's check in the amount of \$78.75. Please file the Articles as follows:

Filing Fees:	\$ 35.00
Certified Copy:	\$ 8.75
Registered Agent	
Designation:	\$ 35.00
Total	\$ 78.75

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*****78.75 *****78.75

* **Note:** Please also find enclosed our Airborne Express Airbill to return the filed documents to us overnight. We thank you for your prompt attention regarding this matter. If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,


MORRIE I. LEVINE
Registered Agent
(954) 925-9000

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2000 JUN -2 PM 4: 09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

-of-

DRYCLEAN EMPORIUM, INC.

(A Florida For-Profit Corporation)

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

DRYCLEAN EMPORIUM, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

**600 N.E. 36th Street
Suite T-6
Miami, Florida 33137**

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

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ARTICLE VIII

The names and street addresses of the officers of the corporation are as follows:

Mabel N. Avendano
Director/President
4104 Murray Avenue
Pittsburgh, Pennsylvania 15217

Clara Choeff
Director/Vice- President/
Secretary/Treasurer
600 N.E. 36th Street
Suite T-6
Miami, Florida 33137

ARTICLE IX

The names and street address of the person signing these Articles of
Incorporation as subscribed is as follows:

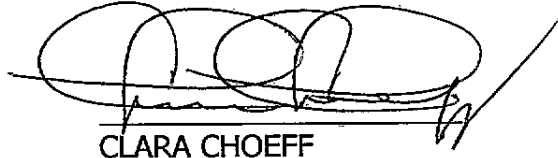
Clara Choeff
600 N.E. 36th Street
Suite T-6
Miami, Florida 33137

ARTICLE X

The existence of this corporation shall begin on the date the Articles of
Incorporation are filed of record.

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IN WITNESS WHEREOF, the undersigned, Clara Choeff, a natural person, competent to contract, has hereunto set her hand and seal this 31 day of May, 2000.

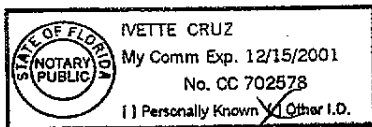

CLARA CHOEFF

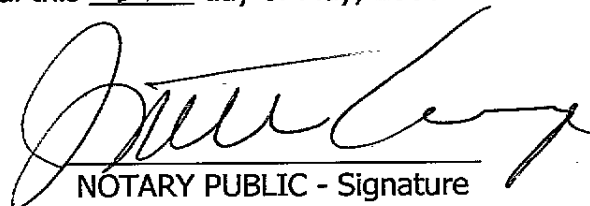
STATE OF FLORIDA)
) **S.S.**
COUNTY OF BROWARD)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared CLARA CHOEFF who executed the foregoing Articles of Incorporation and is to me known to be the person described therein or has produced a ~~SSA~~ Drivers license as identification and who took an oath.

WITNESS my hand and official seal this 31 day of May, 2000.

My Commission Expires:




NOTARY PUBLIC - Signature

Ivette Cruz
NOTARY PUBLIC - Print Name

FILED

2000 JUN -2 PM 4: 09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 48.091., Florida Statutes, the following is submitted, in compliance with said Act:

That DRYCLEAN EMPORIUM, INC. desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Morrie I. Levine, located at 2450 Hollywood Boulevard, Suite 100, Hollywood, Florida 33020, as its agent to accept services of process within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Morrie I. Levine
Morrie I. Levine
Resident Agent