CAPITAL CONNECTION, INC.

417.E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ImPressions Dry Cleaners, Inc.

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ARTICLES OF INCORPORATION OF IMPRESSIONS DRY CLEANERS, INC.



ARTICLE I.

NAME

The name of the Corporation is: IMPRESSIONS DRY CLEANERS, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 4133 N. Federal Highway, Boca Raton, FL 33431.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 980 N. Federal Hwy., Suite 410, Boca Raton, Florida, 33432, and the name of the initial registered agent of this Corporation at that address is David B. Dickenson, Esq.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially.

The number of directors may be increased or decreased from time to time by the By-Laws. The names and addresses of the initial directors is/are:

Peter C. Averill 4133 N. Federal Highway Boca Raton, FL 33431

June M. Averill 4133 N. Federal Highway Boca Raton, FL 33431

Peter C. Averill, II 4133 N. Federal Highway Boca Raton, FL 33431

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

David B. Dickenson, Esq. 980 N. Federal Highway, Suite 410 Boca Raton, FL 33432

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of June, 2001.

David B. Dickenson, Esq.

STATE OF FLORIDA COUNTY OF PALM BEACH

SANDY COHEN MY COMMISSION # CC 915150 EXPIRES: May 19, 2004

The foregoing Articles of Incorporation were acknowledged before me this 29th day of June, 2001, by David B. Dickenson. He _____ is personally known to me, or _____ produced ______ as identification.

Printed Name of Notary/Serial Number

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of IMPRESSIONS DRY CLEANERS, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date:

DAVID B. DICKENSON

