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Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
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PLEASE ARRANGE FILING OF THE ATTACHED AMENDED AND RESTATED ARTICLES OF INCORPORATION, AND RETURN A CERTIFICATION TO ME AS SOON AS POSSIBLE.

THANK YOU

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BASIC AMENDMENT
ALLSTARS QUALITY CLEANING CORP.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Department of State 2/20/2004 2:17 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 20, 2004

ALLSTARS QUALITY CLEANING CORP
1502 JENNI LEE COURT
KISSIMMEE, FL 34744US

SUBJECT: ALLSTARS QUALITY CLEANING CORP.
REF: P04000021009

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Teresa Brown
Document Specialist

FAX Aud. #: H04000037435
Letter Number: 604A00011788

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ALLSTARS QUALITY CLEANING CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Allstars Quality Cleaning Corp., a Florida corporation, are hereby amended and restated in their entirety as follows:

**ARTICLE I
NAME**

The name of the corporation is Allstars Quality Cleaning Corp. (hereinafter referred to as the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office and the mailing address of the Corporation shall be 1502 Jenni Lee Court, Kissimmee, Florida 34744.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE CENT (\$.01) par value common stock.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office in the State of Florida is 1502 Jenni Lee Court, Kissimmee, Florida 34744, and the name of its registered agent of at such office is Kelly A. Coamey.

**ARTICLE V
BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Kelly A. Coamey

1502 Jenni Lee Court
Kissimmee, Florida 34744

Jamie D. Layle

1502 Jenni Lee Court
Kissimmee, Florida 34744

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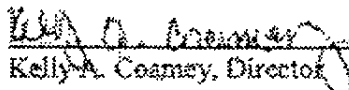
ARTICLE VI - INDEMNIFICATION

The Corporation shall indemnify its officers, directors, employees and agents, and advance expenses to such persons, to the fullest extent permitted by Section 607.0850, Florida Statutes, as the same may be amended or replaced.

By written consent dated February 20, 2004 by the board of directors of the corporation, the directors have unanimously approved of, and consented to, the amended and restated Articles of Incorporation of the Corporation. No shares have been issued and, therefore, no shareholder approval was required.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 20 day of February, 2004.

**ALLSTARS QUALITY CLEANING
CORP.**, a Florida corporation



Kelly A. Cooney, Director