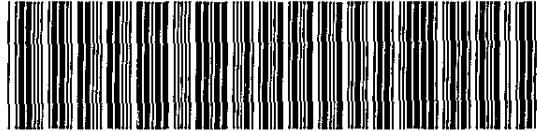


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7862 **POWERS, McNALIS & TORRES**
ATTORNEYS AT LAW
P.O. BOX 21289
WEST PALM BEACH, FL 33416-1289



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CB 3-19

Andrew DeGraffenreidt, P.A.
508 Cypress Drive, Lake Park, FL 33404

TELEPHONE
(561) 596-6420
(561) 863-6115

March 8, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SPOTTLESS DRY CLEANERS, INC.,

Gentlemen:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced business entity and a check in the amount of \$~~422.50~~ 787.50 to cover the cost of filing and a certified copy of the articles.

Thank you for your kind attention and should you need anything further from this office please let me know.

Very truly yours,


Andrew DeGraffenreidt, III

enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SPOTTLESS DRY CLEANERS , INC.

ARTICLE I
CORPORATE NAME

The name of this corporation is SPOTTLESS DRY CLEANERS ,
INC., and its principal place of business shall be located at 1401 West 7th
Street, Riviera Beach, FL 33404.

ARTICLE II
CORPORATE NATURE

This is a corporation that shall have perpetual existence commencing
on the date of this filing of these Articles of Incorporation with the
Department of State.

ARTICLE III- PURPOSES

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

ARTICLE-IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of
common stock at One Dollar (\$1.00) par value, which shall be designated as
"Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this
corporation shall have the right to purchase his or her pro rate share thereof
(as nearly as may be done without issuance of fractional shares) at the price
at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1401 West 7th Street, Riviera Beach, FL 33404, and the name of the initial registered agent of this corporation at that address is ' ANDREW DEGRAFFENREIDT, III

ARTICLE VII - DIRECTORS

Initially, this corporation shall two Directors who shall serve until successors shall be elected or appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. the name and address of the initial directors are as follows:

NAME	ADDRESS
GABRIEL FERNAND	905 Avenue G, Riviera Beach, FL 33404
KEMBERLEE GABRIEL	905 Avenue G, Riviera Beach, FL 33404

ARTICLE -VIII -OFFICERS

The name and address of the initial offices of the corporation, who shall serve until their successors shall be elected or appointed, are:

NAME	ADDRESS
GABRIEL FERNAND PRESIDENT	905 Avenue G, Riviera Beach, FL 33404
KEMBERLEE GABRIEL SECRETARY	905 Avenue G, Riviera Beach, FL 33404

ARTICLE - IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

NAME	ADDRESS
GABRIEL FERNAND	905 Avenue G, Riviera Beach, FL 33404

ARTICLE - X-INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former officer or Director, to the full extent permitted by law, no officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer as provided in section 607.0831, Florida Statutes (1998).

ARTICLE- XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 3/8, 2004.

By Gabriel Fernand
Gabriel Fernand
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

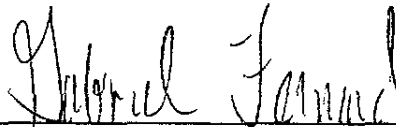
CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that SPOTTLESS DRY CLEANERS, INC., desiring to organize or qualify under the laws of the State of Florida, has named ANDREW DEGRAFFENREIDT, III, as its agent to accept service of process within Florida.

Dated: 3/8, 2004.

By



Gabriel Fernand
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above started corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 3/8, 2004.

By



ANDREW DEGRAFFENREIDT, III

Registered Agent