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Florida Department of State
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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

LAUNDRY SYSTEMS USA INTERIM CORP.

Certificate of Status	1
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ARTICLES OF MERGER
of
LAUNDRY SYSTEMS USA INTERIM CORP.
(a Florida corporation)
and
LAUNDRY SYSTEMS USA, LLC
(a Florida limited liability company)

The following articles of merger are being submitted in accordance with sections 607.1109 and 608.4382, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party is as follows:

	Name and Address	Jurisdiction	Entity Type
1.	Laundry Systems USA Interim Corp.	Florida	for profit corporation
	Florida Document/Registration Number: P05000038809		
	FEI Number: 20-2494266		
2.	Laundry Systems USA, LLC	Florida	limited liability company
	Florida Document/Registration Number: L04000012098		
	FEI Number: 20-0761845		

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party is as follows:

Name and Address	Jurisdiction	Entity Type
Laundry Systems USA Interim Corp.	Florida	for profit corporation
Florida Document/Registration Number: P05000038809		
FEI Number: 20-2494266		

THIRD: The attached Plan of Merger meets the requirements of sections 607.1108 and 608.438, Florida Statutes and was approved on March 14, 2005 by the board of directors and shareholders of Laundry Systems USA Interim Corp., a Florida corporation in accordance with Chapter 607, Florida Statutes and by the members of Laundry Systems USA, LLC, a Florida limited liability company in accordance with Chapter 608, Florida Statutes.

FOURTH: The surviving entity agrees to pay the dissenting members of each of the parties to the merger the amount, if any, to which they are entitled under section(s) 608.4384, Florida Statutes.

FIFTH: The merger is permitted under the laws of the state of Florida all applicable jurisdictions and is not prohibited by the incorporating documents, bylaws or operating agreement of any corporation or limited liability company that is a party to the merger.

SIXTH: The merger shall become effective upon filing of the Articles of Merger with the Florida Department of State.

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SEVENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

IN WITNESS WHEREOF, the undersigned has signed their names and affirmed that the statements herein are true, under penalties of perjury, this 14th day of March 2005.

LAUNDRY SYSTEMS USA INTERIM CORP.,
a Florida corporation

By: 
Name: S. James Ellison
Title: President

LAUNDRY SYSTEMS USA, LLC,
a Florida limited liability company

By: 
Name: S. James Ellison
Title: Member

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PLAN OF MERGER

The following plan of merger is submitted in compliance with section sections 607.1103 and 608.4381, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

FIRST: The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Laundry Systems USA, LLC (the "LLC")	Florida
Laundry Systems USA Interim Corp. (the "Corporation")	Florida

SECOND: The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
Laundry Systems USA Interim Corp.	Florida

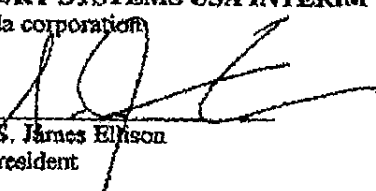
THIRD: The terms and conditions of the merger are as follows: As of the effective time of the filing of the Articles of Merger, the LLC shall be merged with and into the Corporation, the separate corporate existence of the LLC shall cease and the Inc. shall continue as the surviving entity.

FOURTH: The manner and basis of converting the membership interest of the LLC into units, shares, obligations, or other securities of the surviving Corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire membership interest of the LLC into rights to acquire units, shares, obligations, or other securities of the surviving Corporation or, in whole or in part, into cash or other property are as follows: The membership interest holders of the LLC shall receive proportionate interests in the Corporation (the "Survivor Interests"). The Survivor Interests shall be subject to the identical restrictions and benefits as the membership interest of the LLC.

FIFTH: The Corporation is to be the surviving entity.

IN WITNESS WHEREOF, said entities to this merger have caused this Plan of Merger to be signed this 14th day of March 2005.

LAUNDRY SYSTEMS USA INTERIM CORP.,
a Florida corporation

By: 
Name: S. James Ellison
Title: President

LAUNDRY SYSTEMS USA, LLC,
a Florida limited liability company

By: 
Name: S. James Ellison
Title: Member

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