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FLORIDA PROFIT CORPORATION OR P.A.

NORTH MIAMI CAR WASH PARTNERS, CORP.

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ARTICLES OF INCORPORATION

OF

NORTH MIAMI CAR WASH PARTNERS, CORP.

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **NORTH MIAMI CAR WASH PARTNERS, CORP.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 common shares at no par value and of one class.
5. The principal address and mailing address of the corporation will be **11705 Biscayne Boulevard, North Miami, Florida 33181**
6. The address of the initial registered office will be **11705 Biscayne Boulevard, North Miami, Florida 33181** and the name of its registered agent at such address is: **Anthony Pezzo.**
7. The number of directors constituting the initial board of directors is two and the names and addresses of the persons who is to serve as director thereof is as follows:

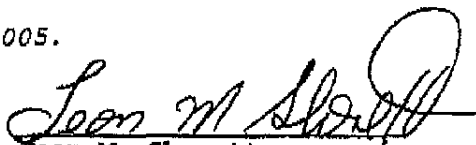
Anthony Pezzo
11705 Biscayne Boulevard
North Miami, Florida 33181

Nicholas Barone
44 Church Street
White Plains, New York 10601

8. The name and address of the sole incorporator is:
Jean M. Sherett
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this Corporation has executed these Articles of Incorporation.

Dated this 15th day of April, 2005.


Jean M. Sherett
Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013
(212) 431-5000

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ACCEPTANCE OF APPOINTMENT**AS****REGISTERED AGENT**

I, the undersigned, do hereby accept appointment as Registered
Agent of **NORTH MIAMI CAR WASH PARTNERS, CORP.**, the within named corporation.

Dated: April 15, 2005


By: Anthony Pezzo

BlumbergExcelstor Corporate Services, Inc.
62 White Street, NYC 10013
(212)431-5000

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