

1201 HAYS STREET

800-342-8086

TALLAHASSEE, FL 32301

904-233-7771

904-233-0303 FAX



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

P9500039335

ACCOUNT NO. : 072100000032

REFERENCE : 600410 12082A

AUTHORIZATION :

COST LIMIT : \neq PREPAID

ORDER DATE : May 17, 1995

ORDER TIME : 9:48 AM

ORDER NO. : 600410

CUSTOMER NO: 12082A

CUSTOMER: Ms. Robin Powell
RILEY & MCKINNEY, P. A.

500001491535
-05/17/95--01125--004
****122.50 ****122.50

Suite 111
5405 West Cypress Street
Tampa, FL 33607

DOMESTIC FILING

NAME: B. A. D. S., INC.

FILED
98 MAY 17 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

RUSH WILL WAIT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol H. Hensal

EXAMINER'S INITIALS: _____

[Handwritten signature]

T. BROWN MAY 18 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 17, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: B.A.D.S., INC.
Ref. Number: W95000010460

We have received your document for B.A.D.S., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 195A00025350

**ARTICLES OF INCORPORATION
OF
B.A.D.S. OF TAMPA BAY, INC.**

FILED
95 MAY 17 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be B.A.D.S. of Tampa Bay, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of tuxedo rentals and cleaning engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 common par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering

such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions
Imposed By This Corporation's Articles Of Incorporation, A Copy
Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Barbara G. Allen
1901 Brinson Road
B10A, Unit 2
Lutz, FL 33549

David Soule
1901 Brinson Road
B10A, Unit 2
Lutz, FL 33549

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

14387 N. Dale Mabry Hwy.
Tampa, FL 33618

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Steven P. Riley, Esquire

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

Steven P. Riley, Esquire
5405 W. Cypress St. #111
Tampa, FL 33607-1772

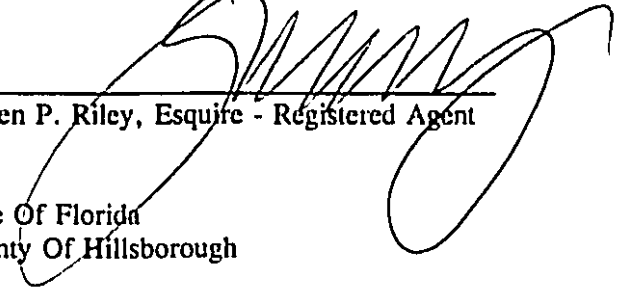
ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Steven P. Riley, Esquire - Incorporator


I hereby accept my designation as resident agent and agree to serve as the resident agent of B.A.D.S. of Tampa Bay, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for B.A.D.S. of Tampa Bay, Inc.



Steven P. Riley, Esquire - Registered Agent

State Of Florida
County Of Hillsborough

On May 16, 1995, Steven P. Riley, Esquire, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of B.A.D.S. of Tampa Bay, Inc.



Notary Public

