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JUN-27-1995 14:22 FROM THE TO FAX
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ELECTRONIC FILING COVER SHEET
((H95000007129)))
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

((H95000007129))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ABSOLUTE CLEANERS, INC.
FAX AUDIT NUMBER: H95000007129 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/27/1995 TIME REQUESTED: 11:33:38
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003256

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R.A. Same Add.
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FILED
95 JUN 28 PM 5:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 JUN 27 PM 1:34
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 28, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: ABSOLUTE CLEANERS, INC.
REF: W95000013156

5 pages

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000007129
Letter Number: 695A00031643

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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95 JUN 28 PM 5:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ABSOLUTE CLEANERS, INC.

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purpose set forth below, hereby subscribed to these Articles of Incorporation.

I.

The name of the corporation shall be **ABSOLUTE CLEANERS, INC.**

II.

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To engage in the business of land acquisition and development for health and fitness club, and to do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to deal in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise,

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Coconut Grove, FL 33133
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Florida Bar No. 386178

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or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

F. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III.

The number of shares of stock that this corporation is authorized to have

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outstanding at any time is 100 shares at \$.01 par value.

IV.

The existence of this corporation shall be perpetual.

V.

The initial office of this corporation shall be located at 30605 S.W. 152nd Court, Leisure City, Florida 33030.

VI.

The Board of Directors of this corporation shall consist of not less than one (1) and not more than two (2) members.

VII.

The name and address of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, and the number of shares of stock each agrees to take, the amount of capital with which this corporation shall begin business, are as follows:

NAME	ADDRESS	SHARES AMOUNT
JOAQUIN JESUS AGRENOT	30605 S.W. 152nd Court Leisure City, FL 33030	100

VIII.

The registered agent and the registered office for this corporation are: ALAN J. SHUMINER, 2900 Middle Street, 2nd Floor, Miami, FL 33133.

Alan J. Shuminer, Esquire
2900 Middle Street, Second Floor
Coconut Grove, FL 33133
Telephone: (305) 448-3440
Florida Bar No. 386138

IX.

The name and address of the incorporator of these Articles of Incorporation is:
JOAQUIN JESUS AGRENOT, 30606 S.W. 152nd Court, Leisure City, FL 33030.

X.

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

PRESIDENT	JOAQUIN JESUS AGRENOT
VICE-PRESIDENT	JOAQUIN JESUS AGRENOT
SECRETARY	JOAQUIN JESUS AGRENOT
TREASURER	JOAQUIN JESUS AGRENOT

XI.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made Initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



ALAN J. SHUMINER

XII.

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole

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stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

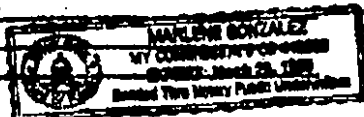
WITNESS my hand and seal this 23rd day of June, 1995.

Joaquin Jesus Agrenot
JOAQUIN JESUS AGRENOT, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this 23rd day of June, 1995, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared JOAQUIN JESUS AGRENOT, ☒ who is personally known to me, or ☐ who produced as identification.

Marlene Gonzalez
NOTARY PUBLIC STATE OF FLORIDA AT LARGE
PRINT NAME:
COMMISSION NO.:
EXPIRATION DATE:



Alan J. Shamirer, Esquire
2900 Middle Street, Second Floor
Coconut Grove, FL 33133
Telephone: (305) 446-3440
Florida B.L. No. 286138

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED**

In compliance with Chapter 607.034 Florida Statutes, the following is submitted:

FIRST, ABSOLUTE CLEANERS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named ALAN J. SHUMINER, ESQUIRE, located at 2900 Middle Street, Second Floor, Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

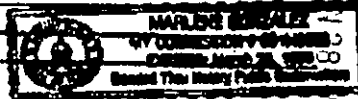
Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


ALAN J. SHUMINER, ESQUIRE
Registered Agent

STATE OF FLORIDA
COUNTY OF DADE }

I HEREBY CERTIFY that on this 23rd day of June, 1995, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared ALAN J. SHUMINER, ✓ who is personally known to me, or who produced as identification.


NOTARY PUBLIC STATE OF FLORIDA AT LARGE
PRINT NAME: _____
COMMISSION NO.: _____
EXPIRATION DATE: _____



Alan J. Shuminer, Esquire
2900 Middle Street, Second Floor
Coconut Grove, FL 33133
Telephone: (305) 448-3440
Florida Bar No. 386138

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JUN 28 1995
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STATE
FLORIDA