

SEP-12-1996  
9/12/96

**P96000076101**

EMPIRE CORPORATE KIT COMPANY  
PUBLIC ACCESS SYSTEM  
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P.1 20  
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((H90000012738 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3004

ACCT#: 072450003200

FAX #: (305)541-3770

NAME: TRI COUNTY WASH, INC.

AUDIT NUMBER.....H90000012738

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 8

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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TALLAHASSEE, FLORIDA

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96 SEP 12 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

796A - 42523

STATE OF FLORIDA - DEPARTMENT OF STATE

FILED

96 SEP 11 PM 12:48  
Certificate designating place of business or domicile for the service of process within this State, naming registered agent and naming the Officers and Board of Directors of the Corporation. STATE OF FLORIDA

The following is submitted in compliance with Chapter 607.0501, Florida Statutes:

JOEL S. MOSS, P.A.

is a Corporation organized under the laws of the State of Florida, with its principal office located at 47 W. New Haven Avenue, Suite 200, City of Melbourne, County of Brevard, State of Florida. The Registered Agent of the Corporation shall be Joel S. Moss, Esquire, who is located at 47 W. New Haven Avenue, Suite 200, City of Melbourne, County of Brevard, State of Florida.

The initial Officers of the Corporation are:

Joel S. Moss-President, Secretary and Treasurer-47 W. New Haven Avenue, Suite 200, Melbourne, Florida 32901.

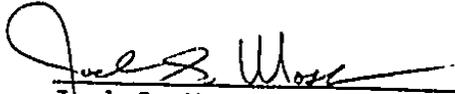
The initial Directors of the Corporation are:

Joel S. Moss - 47 W. New Haven Avenue, Suite 200, Melbourne, Florida 32901.

**ACCEPTANCE:**

I agree, as Registered Agent of the Corporation, to accept service of process, to keep an office open during the prescribed hours, to post my name along with the above named Officers of the Corporation who are also authorized to accept service, as required by law.

DATED: <sup>Sent</sup> August 10, 1996

  
Joel S. Moss  
Registered Agent

**ARTICLES OF INCORPORATION  
OF  
TRI COUNTY WASH, INC.**

**ARTICLE I - NAME**

The name of this Corporation is: TRI COUNTY WASH, INC.

**ARTICLE II - DURATION**

This Corporation is to exist perpetually. It shall commence  
existence on the date of Filing of these Articles of  
Incorporation.

**ARTICLE III - PURPOSE**

This Corporation is organized for all legal purposes of  
in the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 5,000 shares  
of common stock at One Dollar (\$1.00) par value.  
Shares may be issued for such consideration as is determined  
from time to time by the shareholders. This power is  
reserved unto the shareholders by right and is hereby  
delegated unto the Board of Directors. The Board may issue  
the shares of this Corporation for such consideration as is  
determined from time to time by it, unless and until the  
shareholders by affirmative action communicate to the Board,  
in writing, their decision to determine the consideration for  
the issuance of non-issued or sale of treasury shares. This  
action by the shareholders will not affect prior action by  
the Board.

Prepared by:  
Carolyn Karetis, Esq.  
FBN. 0660876  
3121 Ponce de Leon Blvd.  
Coral Gables, FL 33147  
(305) 444. 2123

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STATE OF FLORIDA  
CORPORATE SERVICES

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**ARTICLE VII - ADDRESS**

The initial street address of the principal office of this Corporation is as follows: 10619 NE 10th Court  
Miami Shores, FL 33138

The Board of Directors may, from time to time, designate such other address and place for the principal office of this Corporation as it may see fit.

**ARTICLE VIII - BOARD OF DIRECTORS**

The Corporation shall have (1) Director(s) initially. The number of directors may be increased or diminished from time to time in such manner as may be prescribed in the By-Laws, but there shall never be less than one (1) director.

**ARTICLE IX - INITIAL DIRECTORS AND OFFICERS**

The name and street addresses of the initial members of the Board of Directors of this Corporation are as follows:

**DIRECTORS:**

Nicholas Karottis

11214 Pines Blvd., #108  
Fembroke Pines, FL 33026**OFFICERS:**

Nicholas Karottis, President

**ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the Corporation, and in its name and as its representative in any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a Director or Officer of the Corporation, or by reason of any action alleged to have been heretofore or here-

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The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. When payment of the consideration for which shares are to be issued shall have been received by the Corporation, such shares shall be deemed to be fully paid and non-assessable.

#### ARTICLE V - PREEMPTIVE RIGHTS

The shareholders of record of this Corporation shall have preemptive rights, proportional to their ownership, to acquire unissued or treasury shares of the Corporation, or those shares for sale by any retiring shareholders, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares, or any future issue of shares or convertible securities, bonds or debentures agreed to by the Board of Directors or Shareholders Meeting of this Corporation. This right shall be exercised by the said shareholders in a period of sixty days from the resolution taken by the Board of Directors or Shareholders Meeting, or from the notice to sell delivered by the selling shareholder to the Secretary of the Corporation.

#### ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this Corporation is: 10619 NE 10th Court  
Miami Shores, Fl 33138

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after taken or omitted by him as such Director or Officer, and shall reimburse each such person for all legal and other expenses provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable for negligence or willful misconduct in the performance of his duties. The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may lawfully be entitled, nor shall anything herein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided.

#### ARTICLE XI - REMOVAL OF DIRECTORS

Any Director, or the entire Board of Directors may be removed with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders called expressly for that purpose.

#### ARTICLE XII - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation are as follows:

N A M E :

A D D R E S S :

Carolyn Karettis

3121 Ponce De Leon Blvd.  
Coral Gables, FL 33134

#### ARTICLE XIII - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors. By-Laws adopted by the Board of Directors may be repealed or changed and new By-

Laws may be adopted by the shareholders, and the shareholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended or repealed by the Board of Directors.

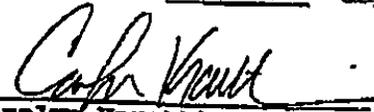
#### ARTICLE XIV - POWERS

This Corporation shall have all powers needed or convenient to effect its purposes enumerated in the Florida General Corporation Act. All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the Board of Directors.

#### ARTICLE XV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a Shareholders Meeting, by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11th day of September, 1996.

  
Carolyn Karetis

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STATE OF FLORIDA  
COUNTY OF DADE

)  
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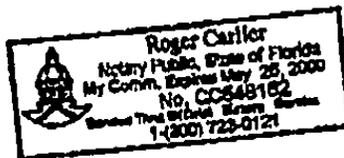
Before me personally appeared CAROLYN KARETTIS  
to me personally known and known to me to be the person(s)  
described in and who executed the foregoing instrument, and  
acknowledged to and before me that he executed the said  
instrument for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL this 11th day of  
September, 1996.

(x) Personally known by me

  
\_\_\_\_\_  
Notary Public  
State of Florida

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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SEP 12 PM 3:04  
TALLAHASSEE FLORIDA

In accordance with the Florida General Corporation Act,  
Section 607.034, the following is submitted:  
That " Tri County Wash, Inc." desiring to organize or  
qualify under the Laws of the State of Florida, with its  
principal place of business in the City of Pembroke Pines,  
State of Florida, has named:

Carolyn Karattis

as its Resident Agent to accept service of process.

Signature: Carolyn Karattis Date: 9/10/96

ACKNOWLEDGEMENTS :  
Having been named to accept service of process for the above  
named corporation, at the place designated in this  
Certificate, I hereby agree to act in this capacity and  
further agree to comply with the provisions of all Statutes  
relative to the proper and complete performance of my duties.

Dated: 9/10/96

Carolyn Karattis  
Resident Agent

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