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FLORIDA DIVISION OF CORPORATIONS  
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FAX #: (904)922-4001

ROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

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NAME: ELITE CAR WASH III, INC.

AUDIT NUMBER.....H96000016793

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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B. REGISTER NOV 27 1996

11-26-96

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ARTICLES OF INCORPORATION  
OF  
ELITE CAR WASH III, INC.

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ARTICLE I - NAME

The name of this corporation is ELITE CAR WASH III, INC.

ARTICLE II - EFFECTIVE DATE

The effective date and time of these Articles of Incorporation shall be November 26, 1996, at 12:01 a.m.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of Five Dollar (\$5.00) par value common stock.

ARTICLE VI - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Ronald E. Shnider, Esq.  
Florida Bar # 149153  
Altman, Shnider & Feren, P.A.  
7770 W. Oakland Park Blvd. #100  
Sunrise, Florida 33351  
(954) 742-2006

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H96000016793

ARTICLE VII - PREEMPTIVE RIGHTS

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

ARTICLE VIII - REGISTERED OFFICE AND AGENT  
AND PRINCIPAL PLACE OF BUSINESS

The street address of the corporation's registered office is 12150 Northwest 10th Street, Coral Springs, Florida 33071 and the name of the registered agent of this corporation at said address is: MARK PALESTINE. The principal place of business of the corporation is: 12150 Northwest 10th Street, Coral Springs, Florida, 33071.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is as follows:

MARK PALESTINE  
12150 Northwest 10th Street  
Coral Springs, Florida 33071

ARTICLE X - INCORPORATOR

The name and address of the persons signing these Articles is:

MARK PALESTINE  
12150 Northwest 10th Street  
Coral Springs, Florida 33071

H96000016793

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 26 day of November, 1996.

  
\_\_\_\_\_  
MARK PALESTINE

STATE OF FLORIDA

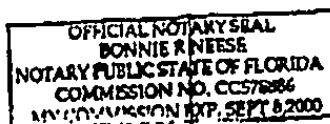
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26 of November, 1996, by MARK PALESTINE, who is personally known to me.



PRINTED NAME:

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**


In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act:

That ELITE CAR WASH III, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Coral Springs, County of Broward, State of Florida, has named MARK PALESTINE located at 12150 North 10th Street, City of Coral Springs, County of Broward, State of Florida, as its agent to accept service of process within this state.

  
Mark Palestine

Date: November 26, 1996

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

  
By: Mark Palestine  
Registered Agent  
Date: November 26, 1996

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