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Randolph A. Fabal, P.A.
ATTORNEYS AT LAW

1519 Dale Mabry Highway, Suite 100
Lutz, Florida 33549

Ronald E. Cotterill
Randolph A. Fabal

Telephone: (813) 949-3681
Fax: (813) 949-6216

December 6, 1996

Secretary of State
Corporate Charter Division
Post Office Box 6327
Tallahassee, Florida 32314

200002024242--4
-12/10/96--01039--008
****122.50 ****122.50

Re: LIBERTY CLEANERS, INC.

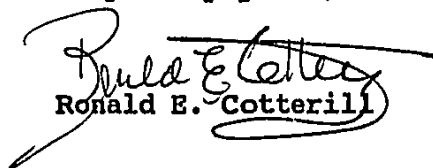
Dear Sir:

Please find enclosed the original and one copy of the Articles of Incorporation for the above-named corporation, along with a check in the amount of \$122.50 to cover your corporate fees and copy charges.

Please file this corporation with your office and return same to me at the above address at your earliest convenience.

Your cooperation is appreciated.

Very truly yours,


Ronald E. Cotterill

FILED
96 DEC -9 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REC/pha
Enclosures

-nc 12/11/96

**ARTICLES OF INCORPORATION
OF
LIBERTY CLEANERS, INC.**

FILED
96 DEC -9 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, natural persons competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the applicable laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be LIBERTY CLEANERS, INC..

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCKS

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares all of which shall be voting common stock of the par value of One (\$1.00) Dollar.

To the extent permitted by law, said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1964, as amended.

All of the said stock shall be payable in cash, or in services or property other than stock or securities, in lieu of cash, at a just valuation to be determined by the stockholders of this corporation at a regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business will not be less than Five Hundred (\$500.00) Dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial office and principal of this corporation is:

2412 LAND O' LAKES BLVD.
PASCO PLAZA
LAND O' LAKES, FL 34639

The name of the initial registered agent of this corporation at the address listed above is DEE ANN ARNOLD.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. .

The names and addresses of the initial directors of this corporation are as follows:

DEE ANN ARNOLD
2412 LAND O' LAKES BLVD.
PASCO PLAZA
LAND O' LAKES, FL 34639

The name and address of the person signing these Articles of Incorporation is as follows:

DEE ANN ARNOLD
2412 LAND O' LAKES BLVD.
PASCO PLAZA
LAND O' LAKES, FL 34639

ARTICLE VIII - INCORPORATORS

The name and address of the incorporator of this corporation
is as follows:

DEE ANN ARNOLD
2412 LAND O' LAKES BLVD.
PASCO PLAZA
LAND O' LAKES, FL 34639

IN WITNESS WHEREOF the incorporator has hereunto set his hand
and seal, this 6 day of Dec., 1996.

Dee Ann Arnold
DEE ANN ARNOLD

STATE OF FLORIDA

COUNTY OF PASCO

I HEREBY CERTIFY that on this day before me, a Notary Public
duly authorized in the State of Florida, County of Pasco, to take
acknowledges, personally appeared DEE ANN ARNOLD described as the
incorporator in LIBERTY CLEANERS, INC., and she executed the
foregoing Articles of Incorporation, and she acknowledged before me
that she executed the same freely and voluntarily and for the
purposes therein expressed. FDL# A654-171 - 50 - 944 - 0

WITNESS my hand and official seal at Pasco County, Florida,
this 6th day of December, 1996.

Amanda F. Bennett
NOTARY PUBLIC Amanda F. Bennett

My Commission Expires:



Amanda F. Bennett
My Commission CC088671
Expires Sep. 19, 2000

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

In pursuance of Chapter 616.023, Florida Statutes, the following is submitted in compliance with said act:

That DEE ANN ARNOLD desiring to organize under the laws of the State of Florida as a corporation with its principal office, as indicated in its Articles of Incorporation, at 2412 LAND O' LAKES BLVD, PASCO PLAZA, LAND O' LAKES, FL 34639, has named DEE ANN ARNOLD as agent to accept service of process within this state.

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 to comply with the provisions of said act relative to keeping open said office.


DEE ANN ARNOLD

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA