

GARY L. PRIDGEN
4575 ST JOHNS AVE. STE 4
JACKSONVILLE, FL 32210

P97000016223

January 21, 1997

Department of State
Division of Corporations
P.O. Box 6372
Tallahassee, FL 32314

RE: Wilson Coin Laundry, Inc.

Gentlemen:

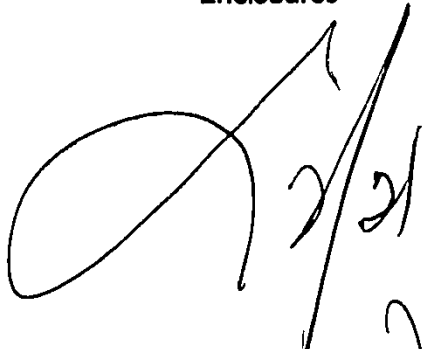
Enclosed is an original and one (1) copy of the Articles of Incorporation,
Certificate of Designation of Registered Agent, and a check for \$122.50 for
referenced corporation.

Very truly yours,


Gary L. Pridden

900002079839--4
-02/06/97--01027--012
***122.50 ***122.50

Enclosures


2/21
2099-3024
R.A. - 6/15

FILED
97 FEB 21 PM 1:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 7, 1997

GARY L PRIDGEN
4575 ST JOHNS AVE
SUITE 4
JACKSONVILLE, FL 32210

SUBJECT: WILSON COIN LAUNDRY, INC.
Ref. Number: W97000003224

We have received your document for WILSON COIN LAUNDRY, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 197A00006769

**ARTICLES OF INCORPORATION
OF
WILSON COIN LAUNDRY, INC.**

FILED
97 FEB 21 PM 1:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be Wilson Coin Laundry, Inc.

ARTICLE II - DURATION

The corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful activity or business.

ARTICLE IV - CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to have outstanding is One Hundred (100) shares, such shares shall be of a single class of common stock, and shall have a *par value* of One Dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business shall be 4601 Wilson Boulevard, Jacksonville, Florida 32210. The mailing address of this corporation shall be 4575 St. Johns Avenue, Suite 4, Jacksonville, Florida 32210. The name of the initial registered agent of the corporation, located at such office, is Gary L. Pridgen.

ARTICLE VI - CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on corporations by the laws of the State of Florida.

ARTICLE VII - INCORPORATORS

The name and street address of the person subscribing these Articles of Incorporation as an incorporator is:

Gary L. Pridgen

4160 McGirts Boulevard
Jacksonville, Florida 32210

ARTICLE VIII - DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one (1), and the name and address of the initial director is:

Gary L. Pridgen

4160 McGirts Boulevard
Jacksonville, Florida 32210

The initial director shall hold office until his successor is elected and qualifies as provided in the bylaws. Thereafter, the term of office of each director shall be one year and until the director's resignation, disqualification, removal or the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaws duly adopted by the shareholders.

ARTICLE IX - BYLAWS

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than sixty (60) days following the issuance of the *Certificate of Incorporation*. Following the adoption of bylaws by the affirmative vote of the majority of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE X - AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than three-fourths vote of the authorized and issued common stock, except as provided in ARTICLE XIV - DISSOLUTION.

ARTICLE XI - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued by money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE XIII - STOCK TRANSFERS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder; shall be sent by certified mail or hand delivered to the president or secretary of the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of ninety days from the date of mailing. If the 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 the shares in any lawful manner.

On the death or incompetence of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to the shareholder's death or incompetence on the terms set forth above, and this provision shall be binding on the executor, administrator or personal representative of each shareholder.

Each share certificate issued by the corporation shall have printed or stamped on it a legend giving notice of a transfer restriction. Such shall be evidenced on the stock certificate form adopted by the corporation.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any current or past director, officer, or employee from any liability and expenses related thereto, threatened or imposed, upon such person to the

fullest extent permitted by law, now or hereafter existing. Such indemnification shall inure to the benefit of the heirs, personal representatives and administrators of such person.


ARTICLE XIV - DISSOLUTION

The corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of the debts of the corporation, be distributed to the shareholders *pro rata*, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Jacksonville, Florida, this ~~21st~~ day of ~~January~~, 1997.

3rd

February


GARY L. PRIDGEN

STATE OF FLORIDA |
COUNTY OF DUVAL |

BEFORE ME, THE UNDERSIGNED AUTHORITY, personally appeared GARY L. PRIDGEN, who is to me well known to be the person described in and who subscribed the foregoing articles of incorporation and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at the City of Jacksonville in said COUNTY and STATE the ~~03rd~~ day of ~~FEBRUARY~~, 1997.


NOTARY PUBLIC,
STATE OF FLORIDA-AT-LARGE
MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL MARISA R SMITH NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC275421 MY COMMISSION EXP. APR. 8, 1997
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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section S607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: WILSON COIN LAUNDRY, INC.
2. The name and address of the registered agent and office is:

Gary L. Pridgen
4575 St. Johns Avenue, Suite 4
Jacksonville, FL 32210

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE

DATE

Gary L. Pridgen
2/3/97

REGISTERED AGENT FILING FEE: \$35.00

FILED
97 FEB 21 PM 1:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DIVISION OF CORPORATION, P.O. BOX 6327, TALLAHASSEE, FL 32314