

03/20/97 THU 4:17

813

8317

RUDNICK & WOLFE

2001

3/20/97

PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET

FLORIDA DIVISION OF CORPORATION

((H97000004718 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: RUDNICK & WOLFE  
CONTACT: JUDITH E COVEY  
PHONE: (813)229-2111

ACCT#: 076424002364

FAX #: (813)229-1447

NAME: DRY CLEANING SYSTEMS, INC.

AUDIT NUMBER.....H97000004718

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

CERT. OF STATUS...0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

EFFECTIVE DATE  
3.19.97

24058.00.001

RECEIVED  
97 MAR 20 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
97 MAR 20 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/20/97

B97000004718

**ARTICLES OF INCORPORATION  
OF  
DRY CLEANING SYSTEMS, INC.**

**EFFECTIVE DATE**  
3-19-97

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

**I.  
Name**

The name of the Corporation is Dry Cleaning Systems, Inc.

**II.  
Term of Existence**

The date when corporate existence will commence is March 19, 1997 in accordance with the provisions of Section 607.0203(1) of the Act. The Corporation will have perpetual existence thereafter.

**III.  
Principal Office**

The principal office and mailing address of the Corporation is 1750 University Drive, Suite 111, Coral Springs, Florida 33701.

**IV.  
Capital Stock**

The Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which will be designated Common Stock.

**V.  
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o Rudnick & Wolfe, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is David A. Beyer.

Prepared by: David A. Beyer  
Florida Bar No. 0349844  
Rudnick & Wolfe  
101 East Kennedy Blvd., Suite 2000  
Tampa, Florida 33602  
(813) 229-2111

47468 03/20/97

B97000004718

B97000004718

**VI.**  
**Incorporator**

The name and address of the Incorporator signing these Articles of Incorporation are:

**Name**

David A. Beyer

**Address**

c/o Rudnick & Wolfe  
101 East Kennedy Boulevard  
Suite 2000  
Tampa, Florida 33602

**VII.**  
**Affiliated Transactions**

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

**VIII.**  
**Control Share Acquisitions**

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

**IX.**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

**X.**  
**Indemnification**

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

H97000004718

**XI.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on March 20, 1997.



David A. Beyer, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: March 20, 1997.

  
DAVID A. BEYER

FILED  
97 MAR 20 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA