



ACCOUNT NO. : 072100000032

REFERENCE : 679237 159326A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 1:15

ORDER DATE : January 23, 1998

ORDER TIME : 9:15 AM

ORDER NO. : 679237-005

CUSTOMER NO: 159326A

CUSTOMER: Bruce E. Evans, Esq
BRUCE E. EVANS, ESQ.

190 West Palmetto Park Road

Boca Raton, FL 33432

000002410060--4
-01/23/98--01024--027
***122.50 ***122.50

DOMESTIC FILING

NAME: ROBERT'S CLEANERS, INC.

EFFECTIVE DATE:

XXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

RECEIVED
98 JAN 23 AM 10:58
DIVISION OF CORPORATION

8/23/98

ARTICLES OF INCORPORATION

OF

ROBERT'S CLEANERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 1:15

The undersigned subscribed to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

ROBERT'S CLEANERS, INC.

and its initial post office address and its principal office for the conduct of business is:

6909 S.W. 18TH STREET
BOCA RATON, FLORIDA 33433

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

(a) To own, conduct, operate, maintain and carry on all or any of the business of the dry cleaning business, at retail or wholesale, as principal or agent, as a drop off site or full production site. To acquire, maintain, and operate real estate, plants, delivery trucks, machinery, apparatus, and equipment of all kinds requisite for the prosecution of its business, and to do all things incidental and necessary to the operations of a dry cleaning business.

(b) To acquire by purchase or otherwise, for investment, or resale, and to own, operate, manage, subdivide, lease, let, mortgage, sell and otherwise dispose of for cash or on credit, by conveyance, agreement for deed, or other lawful instrument, real estate or mixed property, located in the State of Florida or elsewhere, and generally to deal and traffic as owner, agent,

management or broker, in real estate, personal and mixed property, and any interest or estate therein, including subdivisions, recreational facilities, apartment houses, residences, stores, office buildings, manufacturing sites, and lot or parcels of land upon which they may be located, and to create, own, lease, sell, operate, manage and deal in freehold and leasehold estates of any and all character whatsoever, and to be an investor in real and personal property.

(c) To carry on the business of holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, hold, operate, maintain, use, sell, or otherwise dispose of the same. To enter into or engage in any such business, trade or enterprise.

(d) Subject to the limitations prescribed and the statutes of this State, to purchase, subscribe for or otherwise acquire, and to hold the shares, stocks or obligations of any company organized under the laws of this State or of any other State, or of any territory of the United States or of any foreign country, and to sell or exchange the same, or upon distribution of the assets or division of the profits, to distribute any such shares, stocks or obligations or proceeds thereof among the Stockholders of this company.

(e) Subject to limitations prescribed, and the requirements of the Statutes of this State, to borrow or raise money for any purpose of this company, and to secure the same and interest, or for any other purpose to mortgage all or any part of the property, corporeal or incorporeal rights or franchises of this company, now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

(f) Subject to the limitations prescribed, and the requirements of this State, to guarantee the payment of dividends or interest on any shares, stocks, debentures, or other securities issued by, or any other contract or obligations of any corporation described as aforesaid, whenever and provided the required authority be first obtained for the purpose, always subject to the limitations herein prescribed.

(g) The foregoing paragraphs shall be construed as enumerating the purposes, objects and powers of this corporation, and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful purposes, objects and powers not inconsistent herewith are hereby included, including the general powers set forth in the Florida Statutes.

ARTICLE III

The maximum number of shares of stock of this corporation which it is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares of common stock at \$1.00 par value. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor, or in services at a just valuation to be fixed by the stockholders at a meeting duly convened and held.

ARTICLE IV

Every shareholder, upon the sale 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 V

The term for which this corporation shall exist shall be perpetual and the business of the corporation shall be conducted, carried on and managed by the officers of this corporation and a Board of Directors composed of one or more members, which number may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law.

The officers of this corporation shall be a President, a Vice-President, Secretary and Treasurer, and any other officer as the Board of Directors may deem expedient, one or more of which may be designated in the name of the same person.

ARTICLE VI

This corporation shall have two directors initially, and the number of directors may be increased from time to time by

the By-Laws but shall never be less than one. The name and address of the initial directors of this corporation are:

ROBERT WEBER
6909 S.W. 18TH STREET
BOCA RATON, FLORIDA 33433

EILEEN WEBER
6909 S.W. 18TH STREET
BOCA RATON, FLORIDA 33433

ARTICLE VII

The name and addresses of the persons signing these articles are:

ROBERT WEBER
6909 S.W. 18TH STREET
BOCA RATON, FLORIDA 33433

EILEEN WEBER
6909 S.W. 18TH STREET
BOCA RATON, FLORIDA 33433

ARTICLE VIII

The street address of the initial registered office of this corporation is 6909 S.W. 18th Street, Boca Raton, Florida 33433 and the name of the initial registered agent of this corporation located at 6909 S.W. 18th Street, Boca Raton, Florida 33433 is Robert Weber.

ARTICLE IX

These articles of incorporation of this corporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

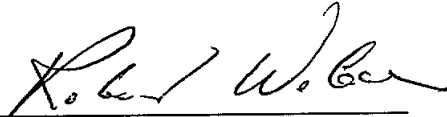
ARTICLE XI

The shareholders of this corporation shall be entitled to remove any director from office at any time with or without cause.


ARTICLE XII

The shareholders and directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 20 day of January, 1998.



ROBERT WEBER
SUBSCRIBER




EILEEN WEBER
SUBSCRIBER

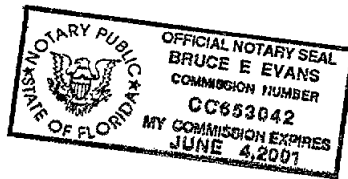
STATE OF FLORIDA :
COUNTY OF PALM BEACH :

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ROBERT WEBER and EILEEN WEBER, who are personally known to me and who are the same persons described in and who executed the within instrument, and who acknowledged the same to be their free act and deed that they executed the same and did take an oath.

Witness my hand and official seal in the County and State last aforesaid this 20th day of January, 1998.


Notary Public *Bruce E. EVANS*

My Commission Expires:



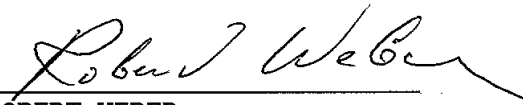
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That ROBERT WEBER, desiring to organize under the
laws of the State of Florida, with its principal office, as
indicated in the Articles of Incorporation at 6909 S.W. 18TH
STREET, BOCA RATON, FLORIDA 33433, has named Robert Weber located
at 6909 S.W. 18th Street, Boca Raton, Florida 33433 as its agent
to accept service of process within this State.

ACKNOWLEDGMENT:

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



ROBERT WEBER
Resident Agent

I.cleanrob.art

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 1:15