

P99000036202

Gary B. Rovin
Attorney at Law

April 1st, 1999

Secretary of State
State of Florida
The Capitol building
Tallahassee, Florida 32304

Attention: CORPORATE DIVISION

RE: Prestige Car Wash Systems, Inc.

Sir/Ms,

Enclosed herewith, please find original and one copy of the Articles of Incorporation of the above named corporation.

Also enclosed, please find my trust account check in the amount of \$122.50 detailed as follows:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent	<u>\$35.00</u>

Total \$122.50

Please acknowledge receipt of these enclosures, returning a certified copy of same to this office. Thank you for your prompt assistance.

Cordially,

Gary B. Rovin

GBR:ml

Penthouse 2
9350 South Dixie Highway
Miami, Florida 33156
305-670-9994 / Fax: 305-670-4533

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 12 AM 10:48

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-04/13/99-01051-011

****122.50 *****78.75

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TALLAHASSEE, FLORIDA

B. REGISTER APR 21 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 13, 1999

2810
KYLEE E DUNCAN
2801 COUNTRYSIDE BLVD, #2
CLEARWATER, FL 33761

SUBJECT: PRESTIGE CAR WASH SYSTEMS, INC.
Ref. Number: W99000008666

We have received your document for PRESTIGE CAR WASH SYSTEMS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 699A00018429

Beth
Please send me forms for change
of address & status. Also note 2810 in
current address, not 2801
Phone (727) 669-0086

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, DO HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, AND PRIVILEGES AND IMMUNITIES OF A CORPORATION, FOR PROFIT.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

Prestige Car Wash Systems, Inc.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS OR BUSINESSES TO BE TRANSACTED IS: ANY LAWFUL BUSINESS PERMITTED BY THE LAWS OF THE STATE OF FLORIDA IN THE UNITED STATES.

ARTICLE III

THE AMOUNT OF AUTHORIZED CAPITAL STOCK OF THE CORPORATION SHALL BE ONE THOUSAND (1,000) SHARES OF COMMON STOCK WITH PAR VALUE OF .50¢ PER SHARE. THE WHOLE OR ANY PART OF THE CAPITAL STOCK SHALL BE PAYABLE EITHER IN LAWFUL MONEY OF THE UNITED STATES OR IN PROPERTY, LABOR OR SERVICES INsofar AS PERMITTED FROM TIME TO TIME BY THE LAWS OF FLORIDA, THE VALUE OF SUCH PROPERTY, LABOR OR SERVICES TO BE DETERMINED BY THE BOARD OF DIRECTORS.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS SHALL BE AT LEAST FIVE HUNDRED DOLLARS (\$500.00).

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ARTICLE V

THE COMPANY SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE VI

THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE:

2810 COUNTRYSIDE BLVD. NO. 2
CLEARWATER, FLORIDA 33761

WITH THE PRIVILEGE, HOWEVER, OF HAVING BRANCH OFFICES AND PLACES OF BUSINESS AT ANY OTHER PLACE OR PLACES WITHIN THE STATE OF FLORIDA, THE UNITED STATES OR IN FOREIGN COUNTRIES.

ARTICLE VII

THE AFFAIRS OF THE CORPORATION SHALL BE CONDUCTED BY A BOARD OF ONE (1) DIRECTOR WHO NEED NOT BE STOCKHOLDERS.

ARTICLE VIII

THE NAMES AND ADDRESSES OF THE FIRST BOARD OF DIRECTORS OF THE CORPORATION WHO, SUBJECT TO THE PROVISIONS OF THESE ARTICLES OF INCORPORATION, THE BY-LAWS AND GENERAL CORPORATION LAWS OF FLORIDA, SHALL HOLD OFFICE UNTIL THEIR SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED ARE:

<u>NAME</u>	<u>ADDRESS</u>
1. KYLE E. DUNCAN	2810 COUNTRYSIDE BLVD. -NO. 2 CLEARWATER, FLORIDA 33761

ARTICLE IX

THE NAMES AND ADDRESSES OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION ARE:

NAME

ADDRESS

KYLE E. DUNCAN

2810 COUNTRYSIDE BLVD. -NO. 2
CLEARWATER, FLORIDA 33761

ARTICLE X

THE CORPORATION SHALL AT ALL TIMES HAVE THE CORPORATE POWERS PRESENTLY GIVEN TO THE CORPORATIONS BY THE STATUTES AND LAW OF THE STATE OF FLORIDA; AND, IT SHALL HAVE SUCH FURTHER POWERS AS FROM TIME TO TIME, HEREAFTER, ARE GIVEN TO CORPORATIONS BY THE STATUTES AND LAWS OF THE STATE OF FLORIDA. THE CORPORATION IS EXPRESSLY AUTHORIZED TO ENTER INTO, HONOR AND BE BOUND BY STOCKHOLDER'S AGREEMENTS WITH AND AMONG

STOCKHOLDERS OF THE CORPORATION. THE CORPORATION IS, FURTHER, AUTHORIZED TO ENTER INTO PARTNERSHIPS AND JOINT VENTURES WITH OTHER PERSONS, FIRMS AND CORPORATIONS.

IN WITNESS WHEREOF, THE UNDERSIGNED HAVE MADE AND SUBSCRIBED TO THESE ARTICLES OF INCORPORATION ON THE _____ DAY OF _____, 1999

 (Seal)
KYLE E. DUNCAN

STATE OF FLORIDA)
) SS:
COUNTY OF *Piellas*)

BEFORE ME, THE UNDERSIGNED AUTHORITY PERSONALLY APPEARED TO ME KNOWN TO BE THE PERSON(s) DESCRIBED IN THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGE THAT HE (THEY) MADE AND SUBSCRIBED THE SAME FOR THE PURPOSES AND USES THEREIN MENTIONED AND SET FORTH.

WITNESS MY HAND AND SEAL AT SAID COUNTY AND STATE
THIS DAY OF *9th April*, 1999.

Pamela H Woodruff (SEAL)
MY COMMISSION EXPIRES:  **PAMELA H. WOODRUFF**
Notary Public - State of Florida
COMMISSION # CC 699282
EXPIRES NOV 30, 2001

RESIDENT AGENT DESIGNATION

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED **GARY B. ROVIN, Esq.** LOCATED AT 9350 South Dixie Hwy., PH 2, MIAMI, FLORIDA, 33156, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENTS:

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 PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


GARY B. ROVIN, ESQ.
RESIDENT AGENT

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TALLAHASSEE, FLORIDA