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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-06/21/99--01065--010
*****87.50 *****87.50

SUBJECT: River City Cleaner Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Tomás A. Jiménez
Name (Printed or typed)

1301 Riverplace Boulevard Suite 255A
Address

Jacksonville Florida - 32207
City, State & Zip

904-398-1110
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

RIVER CITY CLEANERS, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The Name of this corporation is:

RIVER CITY CLEANERS, INC.

ARTICLE II. NATURE OF BUSINESS

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

1. To engage in every aspect and phase of the business of land improvement and the construction, reconstruction, erection, rehabilitation and improvement of buildings of all kinds for the purpose of resale to the public, or lease. To build, erect, construct, lease or otherwise acquire, manage, occupy, maintain, and operate buildings for hotel purposes, medical facilities, dwelling houses, apartment houses, condominiums complexes, gated communities, office buildings, and business structures of any kind for the accommodations of the public and for individuals, and to do any and all things, and whatever nature in connection with this said business.

2. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except that is not to conduct in banking, safe deposit trust, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal association, fraternal benefit society, state fair or exposition.

3. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, include franchises, patents, copyrights, trademarks, and licenses in the State of Florida.

4. To contract debts and borrow money, issue and sell of pledge, bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

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5. To purchase the corporate assets of any other corporation and engage in the same or any other character of business.

6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares \$1.00 Par Value

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin is not less than \$1,000.00

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

This initial post office address of the principal office of the corporation in the State of Florida is:

1301 Riverplace Boulevard, Suite 2554, Jacksonville, Florida 32207

The registered agent is: Tomas A. Jimenez

whose address is : 1301 Riverplace Boulevard, Suite 2554, Jacksonville, Fl. 32207

The board of directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII. DIRECTORS

This corporation shall not have less than one director, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

Tomas A. Jimenez 1301 Riverplace Blvd., Ste 2554 Jacksonville, Florida 32207

Raul Jimenez 1301 Riverplace Blvd., Ste. 2554 Jacksonville, Florida 32207

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber to the Articles of Incorporation, the number of shares each agree to take and the value of the consideration therefore are:

Tomas A. Jimenez 1301 Riverplace Blvd. Ste. 2554 50 shares \$50.00
 Jacksonville, Florida 32207

Raul Jimenez 1301 Riverplace Blvd., Ste. 2554 50 shares \$50.00
 Jacksonville, Florida 32207

ARTICLES X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. FURTHER POWERS

The corporation shall have the further right and power to:

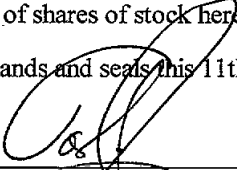

From time to time determine whether and to what extent and at what times and places and under what conditions and regulations, the account and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no other stockholder shall have the right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or board of directors.

The corporation may in its by-laws confer powers upon its board of directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both stockholders and directors shall have power, if the by-laws so provide, to hold their respective meetings, and to have one or more offices within or out of the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The corporation deserves the right to amend, alter, change or repeal any provision contained in these Article of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each and all of the original subscribers to the capital stock hereinabove names for the purpose of forming a corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the numbers of shares of stock hereinabove set forth as to each of us, and accordingly have hereunto set our hands and seals this 11th day of June, 1999.

Tomas A. Jimenez  (SEAL)
Raul Jimenez  (SEAL)

STATE OF FLORIDA
SS:
COUNTY OF DUVAL

Be it remembered that on this day before me personally came Tomas A. Jimenez, to me known to be the person as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the country and state
named above, this 11th day of June, 1999.

My commission expires:



Notary Public
State of Florida At Large



ALEX
NOTARY PUB.
RD. CC.
DUVAL
COMMISSION EXPIR.

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

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

First that, **RIVER CITY CLEANERS, INC.** desiring to organize under the laws
of the State of Florida, with it's principal office, as indicated in the articles of incorporation at City
of Jacksonville, County of Duval, State of Florida, has named Tomas A. Jimenez located at 1301
Riverplace Boulevard, Suite 2554, City of Jacksonville, County of Duval, State of Florida, as it's
registered agent to accept the service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept process of service 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.

By: _____

Tomes A. Jimenez

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