ATTORNEYS

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Y. DRAKE BUCKMAN, II

AMIEE R. BUCKMAN

June 28, 1999

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

RE: Downtown Laundry, Inc.

Dear Sir,

Please find enclosed an original and duplicate of the Articles of Incorporation for the above-captioned corporation, together with a check in the amount of \$78.75 to cover the following items:

Filing Articles of Incorporation	\$35.00
Registered Agent Filing Fees	\$35.00
Certificate of Status	\$ 8.75
Total	\$78.75

Thank you for your cooperation.

Sincerely,

ake Buckman, II

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ARTICLES OF INCORPORATION OF

DOWNTOWN LAUNDRY, INC.

The undersigned subscriber, 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 Downtown Laundry, Inc.

ARTICLE II.

Principal Office

The principal place of business and the mailing address of this corporation shall be:

418 Central Avenue Sarasota, FL 34236

ARTICLE III. Purpose

This corporation is organized for the following purposes: 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 for the purpose of transacting any and all legal business, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or

exposition.

ARTICLE IV. Capital Stock

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares."

ARTICLE V. Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:

Edward A. Burnell 1717 Oak Street Sarasota, FL 34236

ARTICLE VI. <u>Initial Board of Directors</u>

The corporation shall have one director initially. The number of directors may either be increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Edward A. Burnell 1717 Oak Street Sarasota, FL 34236

ARTICLE VII. <u>Subscriber</u>

The name and address of the person signing these Articles of Incorporation is:

Y. Drake Buckman, II 2100 Constitution Boulevard Suite 142 Sarasota, FL 34231

ARTICLE VIII. <u>Transferability of Shares</u>

Any and all stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written or printed upon the certificate representing said shares, and the bylaws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX. Transaction with Interested Directors or Stockholders

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize or confirm such contract or transaction with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

ARTICLE X. Replacing Stock Certificates

The Board of Directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI. Amendment

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

ARTICLE XII. Indemnification

The corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

ARTICLE XIII. Date of Commencement

The date of commencement of this corporation shall be the date of the filing of these articles of incorporation with the Department of State, State of Florida.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of June, 1999.

Y. Drake Buckman, II

STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 28th day of June, 1999, by Y. Drake Buckman, II.

Notary Public

Notary Public, State of Florida
My comm. expires Oct. 5, 2002
Comm. No. CC776787
Bonded thru Valek Insurors

Personally Known
Or Produced Identification

Type of Identification Produced_____

REGISTERED AGENT ACKNOWLEDGMENT

RE: DOWNTOWN LAUNDRY, INC.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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/Registered Agent

Date

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SECRETARY OF STATE
TALL AHASSEE FLORING