

# A.S. MILES PROPERTIES, INC.

304 N.E. EGLIN PARKWAY ~ FORT WALTON BEACH FL 32548  
Phone 850 862-1480

P9900009/581

October 18, 1999

Honorable Katherine Harris  
Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32399-0001

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-10/19/99--01035--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: ARTICLES OF INCORPORATION

Honorable Katherine Harris

A.S.

Enclosed are the Articles of Incorporation of Miles Properties, Inc. and the required copies.  
Our check for the amount of \$ 78.75 for the filing fee is also enclosed.  
Thank you so much for your time and consideration in this matter.

Very truly yours,

AUSPHERA S. MILES II, president

*Auspheer S. Miles II*

APPROVED  
AND  
FILED  
99 OCT 19 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*ASB  
10-19-99  
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**ARTICLES OF INCORPORATION  
OF  
A.S. MILES PROPERTIES, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
99 OCT 19 AM 10:56  
APPROVED  
FILED

The undersigned, acting as incorporator of a corporation for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I.**

**NAME:** The name of this corporation is A.S. MILES and the principal  
PROPERTIES, INC.  
place of business shall be at 304 N.E. Eglin Parkway, Fort Walton Beach, Florida, 32548.

**ARTICLE II.**

**DURATION:** The corporation shall exist perpetually.

**ARTICLE III.**

**PURPOSE:** The purpose or purposes for which this corporation is organized is to engage in commercial dry cleaning or any activity or business permitted under the laws of the United States and the State of Florida. This shall be a general purpose corporation. Its goals and purposes shall be determined by its directors. The corporation may hire such employees as may be necessary or desirable to accomplish its purposes, and may hold such licenses as are necessary or convenient for corporate purposes. Additionally, the corporation shall be entitled to enter into contracts of every nature to own real or personal property, to borrow money, and to do all other things necessary or convenient to corporate purposes, and to do all other things authorized by the State of Florida.

**ARTICLE IV.**

**CAPITAL STOCK:** The amount of capital stock authorized by the corporation shall be one thousand ( 1000 ) shares of common stock with a par value of ( \$ 1.00 ) Dollar per

share. The whole or any part of the capital stock of this corporation shall be payable in cash, or in property, labor or services, at a just valuation to be fixed by the Board of Directors.

#### ARTICLE V .

INITIAL CAPITAL: The amount of capital stock with which this corporation shall begin business shall be no less than One Thousand Dollars ( \$ 1,000.00 ).

#### ARTICLE VI .

SHAREHOLDER'S RIGHTS: Except as otherwise provided by law, the entire voting power of the election of directors and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

#### ARTICLE VII .

PREEMPTIVE RIGHTS: Every shareholder, upon the sale for cash in 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 prorata share thereof ( as nearly as maybe done without issuance of fractional shares ) at the price at which it is offered to others

#### ARTICLE VIII .

INITIAL REGISTERED OFFICE: The street address of the initial registered office of this corporation in the State of Florida is 304 N.E. Eglin Parkway, Fort Walton Beach, Florida, 32548. The Board of Directors may from time to time, move the principal office to any other address in Florida.

#### ARTICLE IX .

INITIAL REGISTERED AGENT: The initial registered agent of this corporation is Ausphera S. Miles II, whose address is 512 McCall Dairy Road, Defuniak Springs, Florida, 32433.

## ARTICLE X .

INITIAL DIRECTORS AND OFFICERS: This corporation shall have one ( 1 ) Director initially. The number of directors may be increased or decreased from time to time by the By-laws. The names and addresses of the initial Directors and Officers are as follows:

<u>NAME :</u>	<u>ADDRESS:</u>	<u>OFFICE:</u>
Ausphera S. Miles II	512 McCall Dairy Road, Defuniak Springs, FL 32433	President/Director
Ausphera S. Miles II	512 McCall Dairy Road Defuniak Springs, FL 32433	Secretary/Treasurer

## ARTICLE XI.

INCORPORATION: The name and address of the incorporator signing these Articles of Incorporation is Ausphera S. Miles II - 512 McCall Dairy Road DeFuniak Springs, Florida 32433.

## ARTICLE XII .

CUMULATIVE VOTING: At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

## ARTICLE XIII .

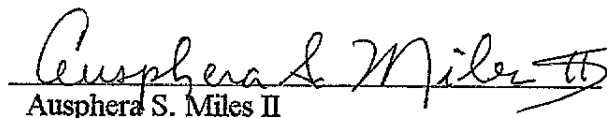
BY-LAWS: The power to adopt, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XIV.

SECTION 1244 STOCK: It is the intent of this charter that the capital stock of the corporation may be sold in accordance with the Sections 1242-1244, inclusive of the Internal Revenue code of 1986, as amended.

ARTICLE XV.

AMENDMENTS: These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at the shareholders' meetings by a majority of the shareholders entitled to vote thereon.

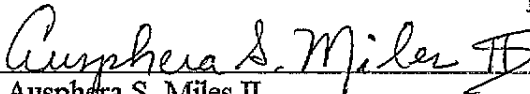
  
Ausphera S. Miles II

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with sections 48.091 and 607.034, Florida statutes, the following is  
submitted:

First that A.S. MILES, desiring to organize or qualify under the laws of the  
PROPERTIES, INC.  
State of Florida, with its principal place of business at 304 N.E. Eglin Parkway,  
Fort Walton Beach, Florida 32548, has named Ausphera S. Miles II, of 512 McCall Dairy  
Road, Defuniak Springs, Florida 32433, as its agent to accept service of process within  
Florida.

Dated this 18th day of October, 1999.

  
Ausphera S. Miles II

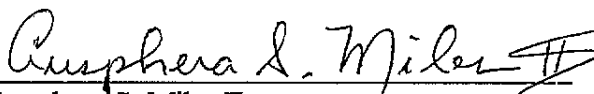
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 OCT 19 AM 10:56

APPROVED  
AND  
FILED

ACKNOWLEDGMENT

Having been named to accept service of process for the above corporation, at the place  
designated in this certificate, I, Ausphera S. Miles II, hereby accept to act in this capacity  
and agree to comply with the provisions of all statutes relative to the proper performances  
of my duties.

  
Ausphera S. Miles II