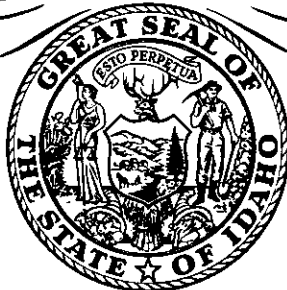


State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

DAY-NITE COIN-OP DRY CLEANING

a corporation duly organized and existing under the laws of **Utah** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twenty-first** day of **December**, 19 **61**, a properly authenticated copy of its articles of incorporation, and on the **Twenty-first** day of **December**, 19 **61**, a designation of **W. D. Eberle, T. H. Eberle or J. L. Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **21st** day of **December**, A.D. 19 **61**.

Secretary of State.



Secretary of State's Office

I, LAMONT F. TORONTO, SECRETARY OF STATE OF THE STATE OF UTAH,
DO HEREBY CERTIFY THAT THE ATTACHED IS A FULL, TRUE AND CORRECT COPY
OF THE ARTICLES OF INCORPORATION OF _____

DAY-NITE COIN-OP DRY CLEANING

AS APPEARS _____ OF RECORD _____ IN MY OFFICE.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND
AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH
AT SALT LAKE CITY, THIS THIRTEENTH DAY OF
DECEMBER 19 61

Lamont F. Toronto
SECRETARY OF STATE

BY Murdell L. Catlett
DEPUTY

C O N S E N T

The undersigned corporation hereby consents to the use of a corporate name very similar to its own corporate name.

The name of the consenting corporation is: Day-Nite Franchise Distributors, and it is organized under the laws of the State of Utah.

The name of the corporation to which this consent is given is Day-Nite Coin-Op Dry-Cleaning, organized under the laws of the State of Utah, and said corporate name may be used in any, all, or any combination of the several states of the United States.

IN WITNESS WHEREOF, said Day-Nite Franchise Distributors, by its President and Secretary-Treasurer thereunto duly authorized, has affixed its name and corporate seal this 2nd day of October, 1961.

DAY-NITE FRANCHISE DISTRIBUTORS

By: Rich S. Vidalahis
President

Attest: Boyd S. [Signature]
Secretary-Treasurer

_____(Seal)

ARTICLE OF INCORPORATION
OF
DAY-NITE COIN-OP DRY CLEANING

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Utah, and we hereby agree as follows:

ARTICLE I

The name of this corporation shall be:

DAY-NITE COIN-OP DRY CLEANING

ARTICLE II

Its principal office in the State of Utah shall be 2263 B South Highland Drive, Salt Lake City, Utah. Branch places of business may be established at other places in the State of Utah or elsewhere in this or any other country as the directors may from time to time provide.

ARTICLE III

The pursuit and business agreed upon and the objects of this corporation in general terms shall be to carry on the business of the sale and distribution of all types and kinds of machinery, equipment, and merchandise, but not restricted to any particular type or kind of machinery, equipment or merchandise, and including the right to invest in stocks, bonds, or other securities or business organizations engaged in similar businesses. Interests in which the corporation invests may be in the form of outright ownership of real estate, or other contractual rights of every type and nature in and to properties related to the aforesaid business, or interests either as owners or operators in and to such business.

This corporation shall have the power:

(a) To buy, own, sell, distribute, and/or lease all types and kinds of machinery, equipment, and merchandise for commercial or domestic use and consumption under the laws of the United States, the laws of the State of Utah and/or any other state; to own, lease, construct and operate machinery, plants, warehouses, and equipment; to operate facilities for the transportation and distribution of machinery, equipment, and merchandise in the conduct of the company's business.

(b) To buy, sell, own, lease, and distribute machinery, equipment, and merchandise associated with the business of self-service, coin-operated dry cleaning, but not restricted to said business.

(c) To engage in the business of operating self-service, coin-operated dry cleaning establishment and to perform the services reasonably connected with or related to the dry cleaning business.

(d) To purchase, sell, mortgage, hypothecate, pledge, lease or otherwise acquire, encumber or dispose of, and deal in, on its own behalf and as agent or broker for others, land, stocks, bonds, mortgages, securities, notes, contracts, and obligations of governmental units, agencies, or subdivisions, corporations, (public, quasi-public, and private) associations, trusts, partnerships and individuals, and any and all other kinds and character of property, real and personal and mixed (foregoing particular enumeration in no sense being used by way of exclusion or limitation), and while the owner thereof, to exercise all the rights, powers and privileges of ownership, including, in the case of stock and shares, the right to vote thereon.

(e) To borrow and lend money, with or without security, and to endorse or otherwise guarantee the obligations of others.

(f) To act as principal or agent for others and receive compensation for all services which it may render in the performance of the duties of an agency character.

(g) To subscribe for, purchase or otherwise and hold with the same right of ownership as may be permitted to natural persons, including the right to vote thereon and to sell, pledge and otherwise encumber and dispose of, the shares, stocks, bonds, assets and obligations of any other corporation, whether domestic or foreign, and whether now or hereafter incorporated, and to purchase, sell, own, hold, pledge, or otherwise acquire or dispose of, or be interested in, shares of its own capital stock acquired from stockholders or otherwise; to act as trustee or receive in any manner.

(h) To have all power necessary, needful or desirable for the full and complete exercise of the right to act as principal, agent and broker in any form, in the acquisition, disposition, encumbrance, reorganization or sale of property, real or personal and any and all other powers necessary or incidental to the carrying on of said business; and each and all of the powers now conferred or that may hereafter be conferred by the laws of the State of Utah upon private corporation.

(i) To contract with individuals, partnerships, corporations, and any other organizations for fractional interests in business enterprises reasonably related to the business of this company.

(j) To apply for, obtain, register, lease, purchase or otherwise to acquire, and to hold, use, own, operate and introduce and to sell, assign, or otherwise dispose of any such trade-marks, patents, inventions, improvements and processes used in connection with or secured under letters patent of the United States or elsewhere or otherwise; and to use, exercise, develop, grant licenses in respect of or otherwise turn to account any such trade-marks, patents, licenses, processes and the like, or any such property rights.

(k) To do all and everything necessary, suitable, convenient and proper for the accomplishment of or incidental to any of the purposes or the attainment of any one or more of the objects heretofore enumerated or incidental

to the powers hereinbefore named, or which shall at any time appear conducive to or expedient for the protection or benefit of the Company, with all of the powers now or hereafter conferred upon corporations by the laws of the State of Utah.

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful purposes, not inconsistent herewith are hereby included.

ARTICLE IV

This corporation shall have one class of stock consisting of
FIFTY THOUSAND (50,000) shares of common stock of
par value of ten cents (10¢) per share.

ARTICLE V

The amount of capital stock subscribed by each subscriber is as follows: Said stock subscribed has all been paid for in full in cash monies.

George C. Furgis	4,999 shares
Niek S. Vidalakis	5,000 shares
Mike J. Leventis	4,999 shares
Sophie Conas	1 share
Enid Cox	<u>1 share</u>
Total	15,000 shares

ARTICLE VI

The fully paid stock of this corporation shall not be liable to any further call or assessment. The stock of this corporation shall not have preemptive rights.

ARTICLE VII

The officers of this corporation shall consist of a President, Vice President, Secretary-Treasurer, who shall each perform such duties and have such authority as usually pertains to such officers in similar associations or as may be prescribed by the Board of Directors from time to time.

The corporation shall have a Board of Directors which shall consist of a variable number of Directors, of from three (3) to nine (9), as the Board of Directors may itself from time to time determine. And until a determination is made in the future by the Board, the present Board shall consist of three (3) Directors. In the event that the Board decides to increase its number from time to time, the Board itself shall have the right to fill vacancies occasioned by such increase and such newly elected Board members shall serve until the annual meeting of the stockholders or until their successors are duly qualified and appointed.

QUALIFICATION OF OFFICERS

To be qualified each officer except the Secretary-Treasurer must own in his own right, standing in his own name upon the books of the corporation, at least one share of stock; and upon the transfer of all the stock of any such officer so that such officer becomes ineligible, and upon a tender of such stock to the proper officer for transfer to the name of another, the officer shall thereupon instantly cease to be an officer, and shall have no further power to bind this corporation by his act or acts.

MANNER OF ELECTION

Directors shall be elected by ballot at the annual meeting of the stockholders and the persons receiving the highest number of votes (provided such number shall represent a majority of all votes cast) shall be declared duly elected.

Within ten days after their election the Directors shall meet and elect from among their number a President and a Vice-President, and also, but not necessarily from among their number, a Secretary-Treasurer.

TERM OF OFFICE

The term of office of all directors and officers, except as to first directors and officers, shall be one year. Directors and officers shall hold over until their successors are elected and qualified.

RESIGNATION OF OFFICERS

Any officer or director may resign by filing his written resignation with the Secretary-Treasurer of the Company, or in case of the resignation of

the Secretary-Treasurer of the Company, with the President or Vice-President of the Company, and upon acceptance thereof by the Board of Directors, the resignation shall become effective. In case the Board of Directors shall neglect to act upon such resignation within fourteen days after its receipt, the resignation shall become effective and the office be deemed vacant.

REMOVAL OF OFFICERS

Officers and Directors of this corporation may be removed at any time without cause in the manner provided by the laws of the State of Utah for the removal of such officers and directors, or by a vote of the majority of the outstanding stock of the corporation and at a meeting duly called for that purpose and as hereinbefore specifically provided.

VACANCIES

In case of the death, disability or resignation of one or more officers or directors of the company, the remaining directors or director, although less than a quorum, shall fill the vacancies for the unexpired term or terms.

FIRST DIRECTORS AND OFFICERS

Until the first annual meeting of the stockholders, the following persons shall be Directors and Officers as designated:

President and Director	George C. Furgis
Vice-President and Director	Nick S. Vidalakis
Secretary-Treasurer and Director	Mike J. Leventis

ARTICLE VIII

BOARD OF DIRECTORS

A majority of the Board of Directors shall be necessary to constitute a quorum and the majority of such quorum is authorized to transact the business and exercise the corporate powers of the corporation.

MEETINGS

Meetings of the Board of Directors for the ~~transacting~~ transacting of any business of the corporation may be held at its principal office at 2263 B South Highland Drive, Salt Lake City, Utah, and also at such places outside this State or elsewhere within the State than at its principal office, as the directors may by resolution or by-laws provide.

The Board of Directors may establish stated meetings to be held at such times and at such places as it may from time to time determine, and after due notice to each member of the Board of Directors of the establishment of the time and place of such stated meetings no further notice need be given of such meetings.

BY-LAWS

The Board of Directors may, but shall not be required, to adopt by-laws for the corporation and may amend the same from time to time.

POWER TO SELL ASSETS AND CREATE INDEBTEDNESS

In carrying on the business of the Corporation the Board of Directors is hereby authorized and empowered to sell, exchange, mortgage, bond, or otherwise dispose of, deal with and encumber, any or all of the property of the corporation, upon such times and conditions as such Board of Directors may deem just and proper.

ARTICLE IX

The name of the incorporators and their respective places of residence are as follows:

George C. Furgis	544 Cornell Drive Midvale, Utah
Nick S. Vidalakis	1462 Ramona Avenue Salt Lake City, Utah
Mike J. Leventis	1643 Downington Avenue Salt Lake City, Utah
Sophie Comas	2360 East 3700 South Salt Lake City, Utah
Enid Cox	1283 Logan Avenue Salt Lake City, Utah

ARTICLE X

The time of the duration of this corporation shall be ninety-nine (99) years.

ARTICLE XI

STOCKHOLDERS OF THE CORPORATION

At all meetings of the stockholders, each share of stock shall be entitled to one vote either in person or by proxy, and the majority of the

outstanding stock shall be necessary to hold a stockholders' meeting, adjournments may be taken from time to time without further notice until sufficient number of shares are represented to hold such meeting.

ANNUAL MEETINGS

The first annual meeting of stockholders for the election of officers and the transaction of such other business as may come before said meeting shall be held at the office of the company in Salt Lake City, Utah, on the first Monday of October at the hour of 2:00 P.M. and annually thereafter at the same time and place, or at such other time and place as may be determined and fixed by the Directors in the By-Laws, unless such Monday falls upon a legal holiday, in which case said meeting shall be held upon the next day following which is not a holiday.

Notice shall be given of the annual stockholders' meetings by mailing notice to the stockholders addressed to the residence of the stockholders shown by the books of the corporation not less than ten days before the date of said meetings.

SPECIAL MEETINGS

Special meetings of stockholders may be called by the President or by the Board of Directors, or by any number of stockholders whose holdings shall not be less than one-fifth (1/5) of the outstanding stock of the corporation.

Notice of such special meetings shall be given by personal notice thereof to each stockholder or by mailing notice to the stockholders addressed to the residence of the stockholders shown by the books of the corporation, at least twenty-one (21) days prior to the day and hour of said meetings. Any notice required to be given any stockholder, director, or officer of this corporation may be waived by written instrument signed by such stockholder, director or officer.

TRANSFER OF SHARES

It is understood that if any stockholder shall desire to sell any part of his stock in this corporation that for a period of sixty (60) days after written notice of the stockholder's intention to sell the Board of

Directors of the company may authorize the purchase of the stock by the company, or if the Board should decide that the company shall not purchase the stock, the persons then composing the Board of Directors of the company shall have the right to buy said stock. The price at which the stock is to be bought shall be determined by the seller and the buyer or buyers and must be mutually acceptable. If the parties to the purchase and sale cannot agree upon a fair and reasonable price, then an independent, disinterested auditor to be chosen by the seller and buyer or buyers shall determine the book value of the stock and this value shall be deemed to be conclusive on the parties. The cost of retaining an auditor for the aforementioned purpose shall be paid in equal shares by the parties, i.e., one-half by the seller and one-half by the buyer or buyers.

ARTICLE XII

The private property of the stockholders of this corporation shall not be liable for the debts and obligations of the corporation.

ARTICLE XIII

These Articles may be amended at any regularly called meeting of the stockholders of the corporation either upon notice or waiver of notice signed by all stockholders of the corporation; provided that at least fifty-one percent (51%) of all issued and outstanding stock of the corporation qualified to vote, vote in favor of such amendment.

ARTICLE XIV

It is understood that certain officers, incorporators, directors, and stockholders in this corporation are now engaged and will continue to be engaged in business activities and pursuits the same or similar to the activities and pursuits described in Article III hereof. Such officers, directors, incorporators and stockholders shall be free to continue such business activities on their own account without liability to the corporation therefore and the company shall not be deemed to have any interest therein unless said interest is expressly contracted for or acquired in the name of the corporation.

However, nothing contained herein shall diminish the duty of the officers and directors to use information acquired by reason of their positions as such to the best interest of the company.

IN WITNESS WHEREOF, the Parties to this Agreement have hereunto
set their hands this 13th day of March, 1961.

George J. Luzzi
Nick D. Vidolakis
Mike J. Leventis
Sophie Peman
Ernie Cox

STATE OF UTAH)
 ;
County of Salt Lake)

George C. Furgis, Nick S. Vidalakis, and Mike J. Leventis
each being duly sworn, each for himself, says: That he is one of the
incorporators named in and who subscribed the foregoing Articles of
Incorporation; that it is bona fide the intention of the parties to said
Agreement and of deponents to commence and carry on the business mentioned
in the said Agreement; that each party to said Agreement has paid the
amount of the stock subscribed for by him; that at least ten percent (10%)
of the authorized capital stocks of the corporation has been subscribed
and paid for in cash moneys.

George C. Furgis
Nick S. Vidalakis
Mike J. Leventis

Subscribed and sworn to before me this 13th day of March, 1961.

Anna B. [Signature]
Notary Public

Residing at Salt Lake City, Utah.

My Commission Expires:

November 15, 1964