

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 31, 2005

DRYCLEAN USA, Inc.

-----  
(Exact name of registrant as specified in its charter)

DELAWARE

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(State or other jurisdiction of incorporation)

0-9040

11-2014231

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(Commission File Number)

(IRS Employer Identification No.)

290 N.E. 68 STREET, MIAMI, FLORIDA

33138

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(Address of principal executive offices)

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(Zip Code)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (305) 754-4551

NOT APPLICABLE

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to  
simultaneously satisfy the filing obligation of the registrant under any of the  
following provisions:

- Written communications pursuant to Rule 425 under the Securities Act  
(17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act  
(17 CFR 240.14a-12)
- Pre-commencement communication pursuant to Rule 14d-2(b) under the Exchange  
Act (17 CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange  
Act (17 CFR 240.13e-4(c))

Item 1.01      Entry into a Material Definitive Agreement  
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(a) On October 31, 2005, the Company received a letter dated as of  
October 30, 2005, extending until October 30, 2006 its existing \$2,250,000  
revolving line of credit facility. In addition, the Loan Agreement, dated as of  
December 19, 2001, as amended, under which the revolving line of credit facility  
was established, was amended to eliminate the event of default that could have  
been caused by virtue of any future reduction in the ownership interest of  
William Steiner, Michael Steiner and/or a Steiner family trust.

Item 9.01      Financial Statements and Exhibits.  
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(a) Financial Statements of Businesses Acquired: None

(b) Pro Forma Financial Information: None

(c) Exhibits:

4.01 Letter, dated as of October 30, 2005, from Wachovia Bank, National Association extending the Company's revolving credit facility.

4.02 Letter, dated as of October 30, 2005, from Wachovia Bank, National Association eliminating the event of default that could have been caused by virtue of any future reduction in the ownership interest of William Steiner, Michael Steiner and/or a Steiner family trust.

SIGNATURE

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DRYCLEAN USA, Inc.

Date: November 4, 2005 By: /s/ Michael S. Steiner

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Michael S. Steiner  
President

EXHIBIT INDEX

Exhibit No.	Description
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4.01	Letter, dated as of October 30, 2005, from Wachovia Bank, National Association extending the Company's revolving credit facility.
4.02	Letter, dated as of October 30, 2005, from Wachovia Bank, National Association eliminating the event of default that could have been caused by virtue of any future reduction in the ownership interest of William Steiner, Michael Steiner and/or a Steiner family trust.

EXHIBIT 4.01

[WACHOVIA BANK NATIONAL ASSOCIATION LETTERHEAD]

October 30, 2005

Michael Steiner  
Dryclean USA, Inc  
290 NE 68 Street  
Miami, FL 33138

RE: Promissory Note from Dryclean USA, Inc. ("Borrower") to Wachovia Bank, National Association ("Wachovia") in the original principal amount of \$2,250,000.00 dated November 2, 1998 including any amendments (the "Note")

Dear Mr. Steiner:

Wachovia is pleased to extend its obligation to advance funds under the Note until October 30, 2006. All other terms, conditions and provisions of the Note and Loan Documents (as defined in the Note) remain unchanged and in full force and effect.

Thank you for allowing Wachovia to be of service. Please feel free to call me if you have any questions about this extension.

Sincerely,

Wachovia Bank, National Association

/s/ Carolyn Rewane  
Carolyn Rewane  
Vice President

EXHIBIT 4.02

[WACHOVIA BANK NATIONAL ASSOCIATION LETTERHEAD]

October 30, 2005

Michael Steiner  
Dryclean USA, Inc  
290 NE 68 Street  
Miami, FL 33138  
Dear Mr. Steiner:

Reference is made to that certain Loan Agreement dated as of December 19, 2001 as amended from time to time (the "Agreement") between Dryclean USA, Inc. (the "Borrower") and Wachovia Bank, National Association (the "Bank" or "Wachovia"). Reference is also made to the promissory note dated November 2, 1998 as amended from time to time (the "Note"). The Agreement, Note, and all other documents executed and delivered in connection therewith are collectively referred to herein as the "Loan Documents". All capitalized terms used but not defined herein shall have the meanings assigned in the Loan Documents.

Based on the long and favorable relationship the Bank has enjoyed with Dryclean USA, the Bank has agreed to modify certain requirements related to the facility referenced above in accordance with the terms of this Letter Agreement as follows: o Section 6.1(q) of the Agreement is hereby deleted in its entirety.

Except and to the extent specifically noted above, there shall be no change in any other provision or reporting requirements set forth in the Loan Documents. All other terms, conditions and provisions of the Agreement and Loan Documents remain unchanged and in full force and effect.

Thank you for allowing Wachovia to be of service. Should you have any questions please contact the undersigned at (305) 789-1224.

Sincerely,

Wachovia Bank, National Association

/s/ Carolyn Rewane

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Carolyn Rewane  
Vice President