

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): November 13, 2009

DRYCLEAN USA, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

001-14757
(Commission File Number)

11-2014231
(IRS Employer
Identification No.)

290 N.E. 68 Street, Miami, Florida
(Address of principal executive offices)

33138
(Zip Code)

Registrant's telephone number, including area code: (305) 754-4551

Not Applicable
(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))
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Item 2.02, including the portion of Exhibit 99.1 related thereto and the information therefrom incorporated in Item 2.02 by reference to Exhibit 99.1, are being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, or otherwise subject to liability under that section, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Item 2.02 Results of Operations and Financial Condition.

On November 13, 2009, the Company issued a press release announcing its results of operations for the three month period ended September 30, 2009. A copy of the press release is furnished as Exhibit 99.1 to this Report and is incorporated herein by reference.

Item 5.03 Amendments to Articles of Incorporation of Bylaws; Change in Fiscal Year.

On November 13, 2009, the Company’s stockholders approved an amendment to the Company’s Certificate of Incorporation to change the Company’s name from “DRYCLEAN USA, Inc.” to “EnviroStar, Inc.” A Certificate of Amendment of the Company’s Certificate of Incorporation to reflect the name change was filed with the Secretary of State of the State of Delaware on November 13, 2009. The amendment will be effective on December 1, 2009, at which time the trading symbol for the Company common stock will change from “DCU” to “EVI” on the NYSE AMEX. Following implementation of the amendment, stockholders may continue to hold their existing certificates or receive new certificates reflecting the name change by delivering their existing certificates to the Company’s transfer agent.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

3.1(a) Certificate of Incorporation of the Company, as filed with the Secretary of State of the State of Delaware on June 30, 1963

3.1(b) Certificate of Amendment to the Certificate of Incorporation of the Company, as filed with the Secretary of State of the State of Delaware on March 27, 1968.

3.1(c) Certificate of Amendment to the Certificate of Incorporation of the Company, as filed with the Secretary of State of the State of Delaware on November 4, 1983.

3.1(d) Certificate of Amendment to the Certificate of Incorporation of the Company, as filed with the Secretary of State of the State of Delaware on November 5, 1986

3.1(e) Certificate of Change of Location of Registered Office and of Agent, as filed with the Secretary of State of the State of Delaware on December 31, 1986.

3.1(f) Certificate of Amendment to the Company’s Certificate of Incorporation, as filed with the Secretary of State of the State of Delaware on October 30, 1998.

3.1(g) Certificate of Amendment to the Company’s Certificate of Incorporation, as filed with the Secretary of State of the State of Delaware on November 5, 1999.

3.1(h) Certificate of Amendment to the Company’s Certificate of Incorporation, as filed with the Secretary of State of the State of Delaware on November 13, 2009.

99.1 The Company’s press release dated November 13, 2009.

SIGNATURE

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 13, 2009

By: /s/ Venerando J. Indelicato
Venerando J. Indelicato,
Treasurer and Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
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99.1	<u>The Company's press release dated November 13, 2009.</u>

CERTIFICATE OF INCORPORATION

OF

METRO-TEL CORP.

FIRST: The name of this corporation is:

METRO-TEL CORP.

SECOND: The location of its principal office in the State of Delaware is 129 South State Street, in the City of Dover, County of Kent. The name of the resident agent therein and in charge thereof is the Registrar and Transfer Company, 129 South State Street, Dover, Kent County, Delaware.

THIRD: The objects and purposes for which and for any of which this corporation is formed are to do any and all of the things herein set forth to the same extent as natural persons might or could do, viz:

1. As principal, agent, factor or otherwise, at wholesale, retail, on commission or otherwise to manufacture, assemble, import, purchase, or otherwise acquire, to hold, own, mortgage, distribute, export, sell, assign and transfer or otherwise dispose of, to invest in, trade, experiment with, conduct research with respect to, design, develop, process, and generally deal in and with electronic, electrical, and communications products, systems, circuits and processes, devices and equipment of every kind, class and description, including the appliances, accessories, equipment, supplies and appurtenances necessary therefor or incidental thereto; in general, but without limitation, to engage in the electronic, electrical and communications businesses in all their varied branches.

2. To manufacture, purchase, lease or otherwise acquire, to hold, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, import, export, deal in and deal with real and personal property of every class and description and in particular, goods, wares, merchandise, lands, properties, easements, buildings, business concerns and undertaking, concessions, produce, and any interest in real or personal property, and any claims against such property or against any person or corporation, and to carry on any business concern, or undertaking so acquired.

3. To purchase, receive, hold and own and dispose of bonds, mortgages, debentures, notes shares of capital stock and other securities, obligations, contracts and evidences of indebtedness of any company, corporation or association, or of any government, state, municipality or body politic; to receive, collect and dispose of interest, dividends, and income upon, of and from any of the bonds, mortgages, debentures, notes, shares of capital stock, securities, obligations, contracts, evidences of indebtedness and other property held or owned by it, and to exercise in respect of all such bonds, mortgages, debentures, notes, shares of capital stock, securities, obligations, contracts, evidences of indebtedness and other property, any and all

the rights, powers and privileges of individual ownership thereof, including the right to vote thereon.

4. To acquire the good will, rights and property, and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation, and to pay for the same in cash, stock or bonds of this corporation or otherwise.

5. To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, trade marks and trade names and copyrights relating to or useful in connection with any business of this corporation.

6. To enter into, make, perform and carry out contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association or corporation.

7. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants and other negotiable or transferable instruments.

8. To borrow money, issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

9. To purchase, hold and reissue the shares of its capital stock; provided that this corporation shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation; and provided further that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

10. To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount, to purchase or otherwise acquire, to hold, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States and in any and all foreign countries, subject to the laws of such States, Districts, Territories, Colonies or Countries.

11. In general, to carry on the foregoing or any other business in connection with the foregoing, either as principal, agent, factor or otherwise, at wholesale, retail, on commission or otherwise, whether manufacturing or otherwise, and to have and to exercise all the powers conferred by the laws of Delaware upon corporations formed under the act hereinafter referred to.

12. The foregoing clauses shall be construed as objects and powers and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

FOURTH: The total authorized capital stock of this corporation is Fifty Thousand Dollars (\$50,000), divided into Five Hundred Thousand (500,000) shares of the par value of Ten Cents (\$.10) each, all of which shall be known as Common Stock.

The amount of capital with which this corporation will commence business is the sum of One Thousand Dollars (\$1,000).

FIFTH: The names and places of residence of each of the original incorporators are as follows:

M. P. Gorsuch	Dover, Delaware
E. E. Boyles	Dover, Delaware
M. R. Hall	Dover, Delaware

SIXTH: This corporation is to have perpetual existence.

SEVENTH: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

EIGHTH: No holder of any stock of this corporation shall be entitled as of right to purchase or subscribe for any part of any stock of the corporation authorized herein or of any additional stock of any class to be issued by reason of any increase of the authorized capital stock of the corporation, or of any bonds, certificates of indebtedness, debentures or other securities convertible into stock of the corporation, but any stock authorized herein or any such additional authorized issue of any stock or of securities convertible into stock may be issued and disposed of by the board of directors to such persons, firms, corporations or associations, and upon such terms and conditions as the board of directors may in their discretion determine, without offering any thereof on the same term or on any terms to the stockholders then of record or to any class of stockholders.

NINTH: In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

- a) To make, alter, amend and rescind the by-laws of this corporation; to fix the amount to be reserved as working capital; to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.
- b) From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of this corporation, other than the stock ledger, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right of inspecting any account or book or document of this corporation except as conferred by statute, or authorized by the directors, or by a resolution of the stockholders.
- c) If the by-laws so provide, to designate two or more of their number to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the by-laws of this corporation, have and exercise any or all of the powers of the board of directors in the management of the business and affairs of this corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

TENTH: This corporation may in its by-laws confer powers additional to the foregoing upon the directors, in addition to the powers and authorities expressly conferred upon them by the statute.

ELEVENTH: Both stockholders and directors shall have power, if the by-laws so provide, to hold their meetings either within or without the State of Delaware; and the corporation may have one or more offices in addition to the principal office in Delaware, and keep its books (subject to the provisions of the statutes) outside of the State of Delaware at such places as may be from time to time designated by the board.

TWELFTH: No contract or other transaction between the corporation and any other firm or corporation shall be effected or invalidated by the fact that any one or more of the directors or officers of the corporation is or are interested in or is a member, director, officer or stockholder or are members, directors, officers or stockholders of, such other firm or corporation, and any director or directors, officer or officers, individually or jointly, may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of the corporation with any person, firm, corporation or association shall be affected or invalidated by the fact that any director or directors, or officer or officers of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person, firm, corporation or association, and each and every person, who may become a director or officer of the corporation is hereby relieved, as far as is legally permissible, from any disability which might otherwise prevent him from contracting with the corporation for the benefit of himself, or of any firm, corporation or association in which he may in any way be interested.

THIRTEENTH: The corporation shall have power to indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties or a party, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any by-law, agreement, vote of stockholders, or otherwise.

FOURTEENTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any Receiver or Receivers appoint for this corporation under the provisions of Section 291 of the Revised Code of 1953 of said State, or on the application of trustee in dissolution or of any Receiver or Receivers appointed for this corporation under the provisions of Section 279 of the General Corporation Law of the State of Delaware, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders, as the case may be, to be summoned in such manner as the said court

directs. If a majority in number representing three fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the Court to which the said application has been made be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders of this corporation, as the case may be, and also on this corporation.

FIFTEENTH: This corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the original incorporators hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Delaware, and in pursuance of the General Corporation Law of the State of Delaware do make and file this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seal this 12th day of June, A.D., 1963.

/s/ M.P. Gorsuch

M.P. Gorsuch

/s/ E.E. Boyles

E.E. Boyles

/s/ M.R. Hall

M.R. Hall

STATE OF DELAWARE)
) SS:
COUNTY OF)
DELAWARE)

BE IT REMEMBERED, that on this 12th day of June, A.D., 1963, personally came before me, Emma V. Hall, a Notary Public for the State of Delaware, M.P. Gorsuch, E.E. Boyles and M. R. Hall, parties to the foregoing certificate of incorporation known to me personally to be such and severally acknowledged the said certificates to be the act and deed of the signers respectively and that the facts therein states are truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.

/s/ Emma V. Hall
Emma V. Hall
Notary Public

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

* * * * *

METRO-TEL CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, at a meeting duly held, adopted resolutions proposing and declaring advisable the following amendment of the Certificate of Incorporation of said corporation:

RESOLVED, that this Corporation's Certificate of Incorporation be amended by striking out the first paragraph of Article FOURTH thereof and substituting in lieu of said paragraph the following new paragraph:

"FOURTH: The total authorized capital stock of this Corporation is Fifty Thousand Dollars (\$50,000.00), divided into Two Million Shares (2,000,000) of the par value of Two and a Half Cents (\$.025) each, all of which shall be known as Common Stock."

SECOND: That the said amendment has been consented to and authorized by the vote of more than a majority of all the issued and outstanding shares of stock entitled to vote, at a meeting duly called and held for that purpose on the 22nd day of March, 1968, at the office of the corporation.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of The General Corporation Law of Delaware.

FOURTH: All of the shares of the issued and outstanding capital stock of the corporation shall by this Amendment be changed and reclassified into shares of the new common stock of this corporation so that each share of stock as the same existed immediately preceding

the effective date of this Amendment shall by this Amendment be reclassified into four shares of the new capital stock.

FIFTH: That the capital of said corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said METRO-TEL CORP., has caused its corporate seal to be hereunto affixed and this certificate to be signed by Venerando J. Indelicato, its President, and Lloyd Frank, its Secretary, this 22nd day of March, 1968.

METRO-TEL CORP.

By: /s/ Venerando J. Indelicato
Venerando J. Indelicato,
President

By: /s/ Lloyd Frank
Lloyd Frank,
Attest: Secretary

STATE OF NEW YORK)
) SS:
COUNTY OF NEW)
YORK

BE IT REMEMBERED, that on this 22nd day of March, 1968, personally came before me, a Notary Public in and for the County and State aforesaid, VENERANDO J. INDELICATO, President of METRO-TEL CORP., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said VENERANDO J. INDELICATO, as such President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said corporation, respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation, and that the facts therein stated are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

/s/ Paul E. Gelbard
Notary Public

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
METRO-TEL CORP.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is Metro-Tel Corp.
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article FOURTH

thereof and by substituting in lieu thereof the following new Article FOURTH:

"FOURTH: The total number of shares of shares of capital stock which the Corporation is authorized to issue is 6,200,000 shares, consisting of:

(1) 6,000,000 shares of Common Stock, having a par value of \$.025 per share; and

(2) 200,000 shares of Preferred Stock having a par value of \$1.00 per share. The Board of Directors of the Corporation is authorized, subject to limitations prescribed by law and by filing any certificate prescribed by law, to provide for the issuance of such Preferred Stock in series and to establish the number of shares to be included in each such series, the full or limited voting powers, or the denial of voting powers of each such series, and such designations, preferences and relative, participating, optional or other special rights, and the qualifications or restrictions and other distinguishing characteristics, if any, of the shares of each such series. The authority of the Board of Directors with respect to the shares of each such series shall include, without limitation, determination of the following:

(a) the number of shares of such series and the designation thereof;

(b) the annual rate or amount of dividends, if any, payable on shares of each such series (which dividends would be payable in preference to any dividends on Common Stock), whether such dividends shall be cumulative or non-cumulative and the conditions upon which and/or the date when such dividends shall be payable;

(c) whether the shares of each such series shall be redeemable and, if so, the terms and conditions of such redemption, including the time or times when and the price or prices at which shares of each such series may be redeemed;

(d) the amount, if any, payable on shares of each such series in the event of liquidation, dissolution or winding up of the affairs of the Corporation;

(e) whether the shares of each such series shall be convertible into or exchangeable for shares of any other class, or any series of the same or any other class, and, if so, the terms and conditions thereof, including the price or prices or the rate or rates at which shares of each such series shall be so convertible or exchangeable, and the adjustment which shall be made, and the circumstances in which such adjustments shall be made, in such conversion or exchange prices or rates; and

(f) whether the shares of each such series shall have any voting rights in addition to those prescribed by law and, if so, the terms and conditions of exercise of voting rights.”

3. The amendment to the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

4. The capital of the Corporation will not be reduced under or by reason of the amendment herein certified.

Executed at New York, New York on October 27, 1983.

/s/ Venerando J. Indelicato
Venerando J. Indelicato, President

Attest;

/s/ Sheppard Beidler
Sheppard Beidler, Secretary

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
METRO-TEL CORP.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is METRO-TEL CORP.
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article THIRTEENTH thereof and by substituting in lieu of said Article the following new Article:

"THIRTEENTH: To the full extent authorized by law, the Corporation shall indemnify, and advance expenses to, any person made or threatened to be made a party to an action, suit or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his heir, executor or administrator, is or was a director, officer, employee or agent of the Corporation or serves or served at the request of the Corporation as a director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise."

The Certificate of Incorporation of the Corporation is further amended by adding the following new Article SIXTEENTH:

"SIXTEENTH: No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty as a director, except that this Article SIXTEENTH, to the extent required by applicable law, does not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of the State of Delaware, as same exists or hereafter may be amended, or (iv) for any transaction from which

the director derived an improper personal benefit. No amendment to or repeal of this Article SIXTEENTH, or adoption of any provision of this Certificate of Incorporation inconsistent with this Article SIXTEENTH, shall prejudice the exculpatory effect of this Article SIXTEENTH with respect to any act or omission occurring prior to the effective date of such amendment, repeal or inconsistent provision.”

3. The amendments of the Certificate of Incorporation herein certified have been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Signed and attested to on November 3, 1986.

/s/ Venerando J. Indelicato
Venerando J. Indelicato, President

Attest:

/s/ Lloyd Frank
Lloyd Frank, Secretary

CERTIFICATE OF CHANGE OF LOCATION OF
REGISTERED OFFICE AND OF AGENT
OF
METRO-TEL CORP.

Adopted in accordance with the Provisions
of Section 133 of the General Corporation
Law of the State of Delaware.

It is hereby certified that:

- I. The name of the corporation is Metro-Tel Corp.
- II. The registered office of the corporation within the state of Delaware is hereby changed to 229 South State Street, in the City of Dover, County of Kent, 19901.
- III. The Registered agent of the corporation within the state of Delaware is hereby changed to United States Corporation Company, the business office of which is identical with the registered office as hereby changed.
- IV. The corporation has authorized the changes herein above set forth by resolution of its Board of Directors.

IN WITNESS WHEREOF, we have signed this certificate this 29th day of December 1986.

/s/ Venerando J. Indelicato
Venerando J. Indelicato, President

ATTEST:

/s/ Lloyd Frank
Lloyd Frank, Secretary

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF INCORPORATION

OF

METRO-TEL CORP.

METRO-TEL CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of the Corporation duly called and held, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation, as amended, declaring said amendment to be advisable and calling for consideration thereof at a meeting of the stockholders of the Corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article FOURTH of the Certificate of Incorporation of the Corporation, as amended, be further amended to increase the number of shares of Common Stock, par value \$.025 per share, which the Corporation is authorized to issue from 6,000,000 shares to 15,000,000 shares, which Article, as amended, will read as follows:

"FOURTH: The total number of shares of capital stock which the Corporation is authorized to issue is 15,200,000 shares, consisting of:

(1) 15,000,000 shares of Common Stock, having a par value of \$.025 per share; and

(2) 200,000 shares of Preferred Stock having a par value of \$1.00 per share. The Board of Directors of the Corporation is authorized, subject to limitations prescribed by law and by filing any certificate prescribed by law, to provide for the issuance of such Preferred Stock in series and to establish the number of shares to be included in each such series, the fully or limited voting powers, or the denial of voting powers of each such series, and such designations, preferences and relative, participating, optional or other special rights, and the qualifications or restrictions and other distinguishing characteristics, if any, of the shares of each such series. The authority of the Board of Directors with respect to the shares of each such series shall include, without limitation, determination of the following:

- (a) the number of shares of each such series and the designation thereof;
- (b) the annual rate or amount of dividends, if any, payable on shares of each such series (which dividends would be payable in preference to any dividends on Common Stock), whether such dividends shall be cumulative or non-cumulative and the conditions upon which and/or the date when such dividends shall be payable;
- (c) whether the shares of each such series shall be redeemable and, if so, the terms and conditions of such redemption, including the time or times when and the price or prices at which shares of each such series may be redeemed;
- (d) the amount, if any, payable on shares of each such series in the event of liquidation, dissolution or winding up of the affairs of the Corporation;
- (e) whether the shares of each such series shall be convertible into or exchangeable for shares of any other class, or any series of the same or any other class, and, if so, the terms and conditions thereof, including the price or prices or the rate or rates at which shares of each such series shall be so convertible or exchangeable, and the adjustment which shall be made, and the circumstances in which such adjustments shall be made, in such conversion or exchange prices or rates; and
- (f) whether the shares of each such series shall have any voting rights in addition to those prescribed by law and, if so, the terms and conditions of exercise of voting rights.”

SECOND: That thereafter, pursuant to resolution of its Board of Directors, an annual meeting of the stockholders of the Corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware, at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Signed on October 29, 1998.

/s/ Venerando J. Indelicato

Venerando J. Indelicato, President

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
METRO-TEL CORP.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is METRO-TEL CORP.
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

"FIRST: The name of this corporation is: DRYCLEAN USA, Inc."

3. The amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

4. The effective time of the amendment herein certified shall be November 7, 1999.

Signed on November 5, 1999.

/s/ Michael S. Steiner

Michael S. Steiner, President

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
DRYCLEAN USA, INC.**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is DRYCLEAN USA, INC.
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

"FIRST: The name of this corporation is: EnviroStar, Inc."

3. The amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
4. The effective time of the amendment herein certified shall be December 1, 2009.

Signed on November 13, 2009.

/s/ Michael S. Steiner

Michael S. Steiner, President

From: DRYCLEAN USA, Inc.
290 NE 68 Street
Miami, FL 33138
Michael Steiner (305) 754-4551
Venerando Indelicato (813) 814-0722

FOR RELEASE at 11:30AM, Friday November 13, 2009

**DRYCLEAN USA, Inc. To Change Its Name To EnviroStar, Inc. And
Announces First Quarter Results**

Miami, FL – November 13, 2009 – DRYCLEAN USA, Inc. (NYSE Amex:DCU) today announced that its shareholders approved a proposal to change the name of the Company to EnviroStar, Inc. The new name will be effective and the Company's common stock will begin trading under the new symbol "EVI" on December 1, 2009.

The Company also reported operating results for the three month period ended September 30, 2009.

For the first three months of fiscal 2010, revenues decreased 45.7% to \$3,663,272 from \$6,750,817 for the same period of last year, causing a loss of \$70,898, or \$.01 per share, for the quarter compared to net earnings of \$209,001, or \$.03 per share, for the first quarter of fiscal 2009.

Venerando J. Indelicato, Chief Financial Officer of DRYCLEAN USA Inc., reported: "The loss in the first quarter was disappointing but understandable given the state of the current economy. However, the Company is financially strong and is well positioned to withstand temporary adverse conditions."

Mr. Indelicato noted that the Company is changing its name to EnviroStar Inc. to emphasize the Company's green environmentally safe products.

DRYCLEAN USA, Inc. through its subsidiaries is one of the nation's leading distributors of industrial laundry and dry cleaning machines and steam boilers. Its subsidiary, DRYCLEAN USA License Corp, is one of the largest franchise and license operations in the dry cleaning industry in the United States, the Caribbean and Latin America.

This press release contains certain information that is subject to a number of known and unknown risks and uncertainties that may cause actual results and trends to differ materially from those expressed or implied by the forward-looking statements. Information concerning these factors are discussed in Company reports filed with the Securities and Exchange Commission.

DRYCLEAN USA, Inc. (NYSE Amex: DCU)

Summary of Consolidated Statements of Operations

Three months ended September
30,

	2009	2008
	(Unaudited)	(Unaudited)
Revenues	\$ 3,663,272	\$ 6,750,817
(Loss) earnings before income taxes	(113,433)	329,986
(Benefit) provision for income taxes	<u>(42,535)</u>	<u>120,985</u>
Net (loss) earnings	\$ (70,898)	\$ 209,001
Basis and diluted earnings per share	\$ (0.01)	\$ 0.03
Weighted average shares outstanding:		
Basic and diluted	7,033,732	7,033,875