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DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 200110 159135A

AUTHORIZATION :

COST LIMIT : \$ 78.75

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STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 8, 2003

ORDER TIME : 10:22 AM

ORDER NO. : 200110-005

CUSTOMER NO: 159135A

CUSTOMER: Ms. Tempia Courts
Robinson, Pluymert, Piercey,
Suite 220
2300 Barrington Road
Hoffman Estates, IL 60195

FOREIGN FILINGS

NAME: PIONEER PAINTERS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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1. PIONEER PAINTERS, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Illinois

(State or country under the law of which it is incorporated)

3. 03-0443535

(FEI number, if applicable)

4. May 15, 2002

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification.

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 5001 SW 20th Street, Unit 6910, Ocala, Florida 34474

(Principal office address)

P.O. Box 6965, Ocala, Florida 34478

(Current mailing address)

8. Any lawful purposes authorized under the Illinois Business Corporation Act.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Brian Courtney,
Asst. V. Pres.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: George Hansen

Address: P.O. Box 6965, Ocala, Florida 34478

Vice Chairman: _____

Address: _____

Director: George Hansen

Address: P.O. Box 6965, Ocala, Florida, 34478

Director: _____

Address: _____

B. OFFICERS

President: George Hansen

Address: P.O. Box 6965, Ocala, Florida 34478

Vice President: _____

Address: _____

Secretary: George Hansen

Address: P.O. Box 6965, Ocala, Florida 34478

Treasurer: George Hansen

Address: P.O. Box 6965, Ocala, Florida 34478

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. George Hansen

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. George Hansen - Chairman/President

(Typed or printed name and capacity of person signing application)

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File Number

6222-425-8



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

PIONEER PAINTERS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE MAY 15, 2002, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this
8TH
day of AUGUST A.D. 2003

Jesse White

SECRETARY OF STATE