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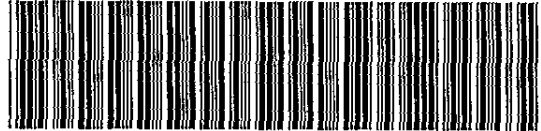
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January 17, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):
 Complete Painting & Restoration, LLC

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

December 6, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Complete Painting & Restoration, LLC

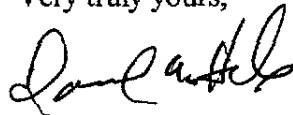
Dear Sir or Madam:

This letter is to confirm that the undersigned, Donald A. Hando, the principal of Complete Painting & Restoration, Inc., a Florida corporation, hereby consents to the use of the name Complete Painting & Restoration, LLC, by Esfie Ltd.

Please process the Articles of Organization for Complete Painting & Restoration, LLC.

Please do not hesitate to call me at (239) 732-9934 if you have any questions or need any additional documentation.

Very truly yours,



Donald A. Hando

**CHEFFY PASSIDOMO
WILSON & JOHNSON**

ATTORNEYS AT LAW, LLP
821 FIFTH AVENUE SOUTH, SUITE 201
NAPLES, FLORIDA 34102
TELEPHONE: (239) 261-9300
FAX: (239) 261-9782
E-MAIL: CPWJ@napleslaw.com

EDWARD K. CHEFFY
BOARD CERTIFIED CIVIL TRIAL ATTORNEY
BOARD CERTIFIED BUSINESS LITIGATION ATTORNEY
JOHN M. PASSIDOMO
BOARD CERTIFIED REAL ESTATE ATTORNEY
GEORGE A. WILSON
BOARD CERTIFIED WILLS, TRUSTS & ESTATES ATTORNEY
F. EDWARD JOHNSON
BOARD CERTIFIED WILLS, TRUSTS & ESTATES ATTORNEY
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BOARD CERTIFIED REAL ESTATE ATTORNEY
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WILLIAM J. DEMPSEY
STANLEY A. BUNNER, JR.
FRANK J. CAMPOAMOR
OF COUNSEL:
R. SCOTT PRICE

January 16, 2003

Florida Department of State
Division of Corporations
409 East Groves Street
Tallahassee, Florida 32399

Re: Complete Painting & Restoration, LLC

Dear Sir or Madam:

The undersigned is the authorized representative of Esfigie Ltd., a British Virgin Islands corporation, which is the sole member of Complete Painting & Restoration, LLC.

Please find enclosed a letter from Donald A. Hando, the principal of Complete Painting & Restoration, Inc., a Florida corporation, consenting to the use of the name Complete Painting & Restoration, LLC, by Esfigie Ltd.

Please file the enclosed Articles of Organization for Complete Painting & Restoration, LLC.

Please contact the undersigned if you have any questions or need any additional information.
Thank you.

Very truly yours,



Jeff M. Novatt
For the Firm

JMN/lrj
Enclosures

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ARTICLES OF ORGANIZATION
OF
COMPLETE PAINTING & RESTORATION, LLC

The undersigned organizer hereby forms a Limited Liability Company under Chapter 608 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Limited Liability Company ("Company") shall be:

Complete Painting & Restoration, LLC

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The address of the principal place of business of this Company shall be 1100 Commercial Boulevard, Suite 114, Naples, Florida 34104, and the mailing address of the Company shall be the same.

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TALLAHASSEE, FLORIDA

ARTICLE III. TERM OF EXISTENCE

This Company shall commence its existence on the date these Articles are filed, pursuant to Florida Statutes Section 608.409; and shall exist until dissolved in a manner provided by law or as provided in the operating agreement adopted by the members.

ARTICLE IV. NATURE OF BUSINESS

This Company may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V. NEW MEMBERS

No new members shall be admitted without the consent of members owning at least sixty percent (60%) of the voting membership interests.

ARTICLE VI. CONTINUATION OF COMPANY

Remaining members of this Company shall have the right to continue the business of the company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any event that terminates the continual membership of a member in the limited liability company, upon vote of the remaining members owning at least sixty percent (60%) of the voting membership interests.

ARTICLE VII. MANAGEMENT

The Company shall be managed by its Manager pursuant to Florida Statutes Section 608.422. The name and address of the initial Manager is as follows:

Gabriel Michalup
P. O. Box 158
Naples, Florida 34146

ARTICLE VIII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

1. The name of the initial registered agent of the Company is Jeff M. Novatt, Esquire.
2. The street address of the initial registered office of the Company shall be CHEFFY, PASSIDOMO, WILSON & JOHNSON, LLP , 821 Fifth Avenue South, Suite 201, Naples, Florida 34102. The mailing address shall be CHEFFY, PASSIDOMO, WILSON & JOHNSON, LLP, 821 Fifth Avenue South, Suite 201, Naples, Florida 34102.

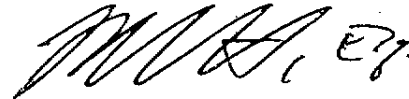
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TALLAHASSEE, FLORIDA

ARTICLE IX. ORGANIZER

The name and street address of the Organizer to these Articles of Organization is:

Jeff M. Novatt, Esq.
Cheffy, Passidomo, Wilson & Johnson
821 Fifth Avenue South
Suite 201
Naples, FL 34102

IN WITNESS WHEREOF, the undersigned, has hereunto set his hands, on this 16th day of
January, 2003.



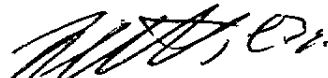
Jeff M. Novatt, Esq.
Authorized Representative

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree, as Registered Agent, to accept service of process; to keep my office open during prescribed hours; to post my name (and any other officers of said limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with and accept the obligations of my position as registered agent.

WITNESS my hand this 16th day of January, 2003, in the City of Naples, State of Florida.



Jeff M. Novatt, Esq.
Registered Agent