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STATE
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STATE
TALLAHASSEE, FLORIDA

December 16, 2003

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

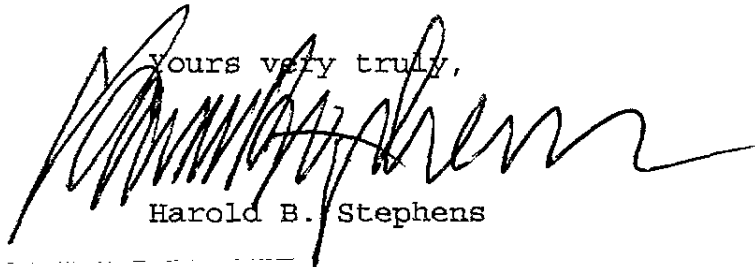
RE: Bertine Paint, L.L.C.

Gentlemen:

Enclosed please find following documents for filing:

1. Original of Articles of Organization;
2. Original of Affidavit of Membership and Contributions;
3. Original of Certificate of Designation of Registered Agent/Registered Office;
4. My trust check #6797 in the amount of \$160.00 for filing fee for Articles of Organization, Designation of Registered Agent, certified copy and Certificate of Status. Please also forward letter of acknowledgment to me at my address listed hereinabove.

Yours very truly,



Harold B. Stephens

HBS/sgd
Encls.

ARTICLES OF ORGANIZATION
OF

BERTINE PAINT, L.L.C.

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be BERTINE PAINT, Limited Liability Company, L.L.C..

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is Post Office Box 122, Crystal River, Florida 34423; 9584 Berry Lane, Crystal River, Florida 34429.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are C.A. BERTINE, 9584 Berry Lane, Crystal River, Florida 34429.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property now operated by C.A. Bertine doing business as Bertine Paint Company, a sole proprietorship.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may

transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent. FILED 03052003 AM 9:38 STATE FLORIDA

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

NAME	ADDRESS
C.A. BERTINE	Post Office Box 122 Crystal River, FL 34423

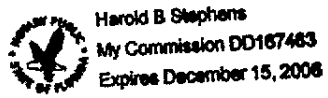
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Crystal River, Florida, on December 16, 2003.

C.A. Bertine
C.A. BERTINE

STATE OF FLORIDA
COUNTY OF CITRUS

Sworn to and subscribed before me on December 16, 2003,
by C.A. BERTINE, who is personally known to me or who has produced
N/A as identification.

[Signature]
Notary Public



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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Under the provisions of F.S. 608.415 or 608.507, BERTINE PAINT, Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is BERTINE PAINT, L.L.C..

2. The name and street address of the registered agent in Florida are:

C.A. BERTINE

9584 Berry Lane
Crystal River, Florida 34449

The undersigned, being the person named in the articles of organization of BERTINE PAINT, Limited Liability Company, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

C.A. Bertine
C.A. BERTINE
Registered Agent