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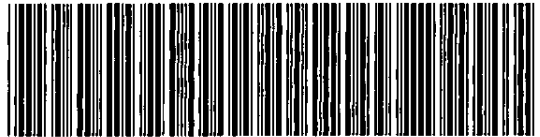
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EXAMINER

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TALLAHASSEE FLORIDA

August 10, 2009

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

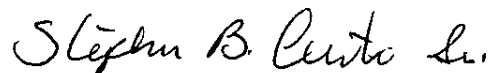
RE: Carter's Creative Painting & Design, LLC

To Whom It May Concern:

Enclosed please find the original and one (1) copy of the Articles of Organizations of Creative Painting, LLC. Enclosed, too, please find our check payable to your order in the amount of \$125.00 for the filing fee.

Thank you in advance for your services in this regard.

Yours Truly,

A handwritten signature in cursive script that reads "Stephen B. Carter, Sr.".

Stephen B. Carter, Sr.

**ARTICLES OF ORGANIZATION OF
CARTER'S CREATIVE PAINTING & DESIGN, LLC**

ARTICLE I – NAME

1.1 The name of this entity is CARTER'S CREATIVE PAINTING & DESIGN, LLC.

1.2 The street address of the principal office of CARTER'S CREATIVE PAINTING & DESIGN, LLC, 13371 NE Jacksonville Road, Sparr, Florida 32192.

ARTICLE II – DURATION

2.1 This Limited Liability Company shall have perpetual existence, unless earlier terminated as provided in Section 608.441(1), Florida Statutes.

ARTICLE III – PURPOSE

3.1 This Limited Liability Company is organized under Chapter 608, Florida Statutes, for the purpose of transacting any and all lawful business.

ARTICLE IV – MANAGEMENT

4.1 This Limited Liability Company is to be managed by one manager, and the name and street address of the person who is to serve as the manger is:

MANAGER'S NAME	STREET ADDRESS
STEPHEN B. CARTER, SR.	PO Box 456, Sparr, FL 32192

The duties of each Manager shall be set forth in the Operating Agreement of CARTER'S CREATIVE PAINTING & DESIGN, LLC.

4.2 The name and street address of the members of this Limited Liability Company is:

MEMBER'S NAME	STREET ADDRESS
STEPHEN B. CARTER, SR.	PO Box 456, Sparr, FL 32192

ARTICLE V – INITIAL REGISTERED OFFICE

5.1 The street address of the initial registered office of the Limited Liability Company is 13371 NE Jacksonville Road, Sparr, Florida 32192.

ARTICLE VI – OWNERSHIP INTEREST/TRANSFERABILITY

6.1 Each member's status as a member of the Limited Liability Company shall be evidenced by a certificate executed by all members of the Limited Liability Company. The Limited Liability Company shall maintain a register of its members and the addresses at which each desires notices and reports to be mailed.

6.2 No member's interest in the Limited Liability Company may be transferred except in strict compliance with this paragraph and the Operating Agreement. To accomplish a transfer, a member shall give notice of his request for a transfer together with a Transfer Request Fee of \$25.00 payable to the Limited Liability Company. The request for transfer shall designate the identity of the proposed transferee, his official address, and Social Security number.

ARTICLE VII – LIMITED LIABILITY

7.1 Except as and to the extent the Operating Agreement specifically provide otherwise, a member, or agent of the members, shall not be liable for the debts, obligations or liabilities of the Limited Liability Company including under a judgment, decree or order of a court. Any repeal or modification of this Article or the Operating Agreement shall be prospective only, and shall not adversely affect any limitation of the personal liability of a member or agent of the members of the Limited Liability Company at the time of the repeal or modification.

ARTICLE VIII – INITIAL REGISTERED AGENT AND OFFICE

8.1 The name of this initial registered agent of this Limited Liability Company is STEPHEN B. CARTER, SR., who has signed a Certificate of Acceptance attached to these Articles of Organization to indicate his acceptance, which Certificate is incorporated herein by reference. The street address of the

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initial registered office where the registered agent is located is PO 456, 13371 NE Jacksonville Road, Sparr, Florida 32192.

ARTICLE IX – AMENDMENT OF ARTICLES

9.1 The Limited Liability Company reserves the right to amend the Articles in any manner now or hereafter permitted by the law, or as provided by the Limited Liability Company's Operating Agreement.

The undersigned affirms under penalties of perjury that the foregoing facts set forth in these Articles are true.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organizations this 10th day of August, 2009.

MEMBERS:

Stephen B. Carter Sr.
STEPHEN B. CARTER, SR.

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 10th day of August, 2009 by STEPHEN B. CARTER, SR., who is personally known to me and who did take an oath.



VICKI A. FAIRBROTHER
MY COMMISSION # DD 895626
EXPIRES: June 14, 2013
Bonded Thru Budget Notary Services

Vicki A. Fairbrother
Notary Public
State of Florida, at Large

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment to act in this capacity, and agree to comply with the provisions of Sections 608.415 and 608.416, Florida Statutes, relative to keeping said open said office. I am familiar with and accept the obligations of registered agent for CARTER'S CREATIVE PAINTING & DESIGN Limited Liability Company.

DATED this 10th day of August, 2009.

Stephen B. Carter Sr.
STEPHEN B. CARTER, SR.
Registered Agent

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