

**CORPORATE
ACCESS,
INC.**

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236 East 6th Avenue . Tallahassee, Florida 32303

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Westtextures, LLC
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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ARTICLES OF ORGANIZATION

OF

WesTextures, LLC

I hereby file these Articles of Organization as an authorized representative of a member of the limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

ARTICLE I
NAME

The name of the limited liability company to be formed hereunder is

"WesTextures, LLC"

ARTICLE II
DATE OF EXISTENCE AND PERIOD OF DURATION

This limited liability company shall begin existence effective the 1st day of February, 1999, and shall continue in perpetuity, unless sooner terminated in accordance with the Operating Agreement and any Regulations adopted by the members (collectively the "Operating Agreement").

ARTICLE III
PURPOSES and LIMITATIONS

The purpose of the limited liability company is to engage in production, distribution, modification and other paint or coatings related construction and maintenance services and products, either on its own or in conjunction with others, as well as to conduct any other lawful activities mutually agreeable to the Members limited as provided herein.

ARTICLE IV
POWERS

The limited liability company shall have the power to take any and all lawful actions necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of its purposes.

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ARTICLE V
MAILING ADDRESS AND PLACE OF BUSINESS

The mailing address and place of business in Florida for the limited liability company is:

13925- 58th Street N.
Clearwater, Florida 33760

ARTICLE VI
MANAGEMENT

The limited liability company shall be managed by a Board of Managers. The names and current addresses of the initial Board of Managers are as follows:

Marvin J. Slovacek, Jr.
13925- 58th Street N.
Clearwater, Florida 33760

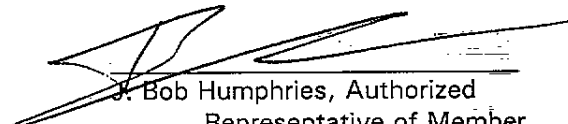
H.-H. Radtke
13925- 58th Street N.
Clearwater, Florida 33760

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the limited liability company's initial registered office in Florida is 501 E. Kennedy Blvd., Suite 1700, Tampa, Florida, 33602, and the name of its initial registered agent is J. Bob Humphries.

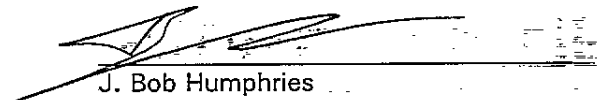
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IN WITNESS THEREOF, the undersigned has executed these Articles of Organization.


J. Bob Humphries, Authorized
Representative of Member

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of WesTextures, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent

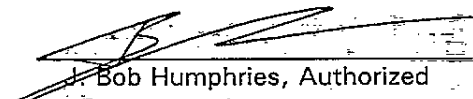

J. Bob Humphries
Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned, as the authorized representative of a member of WesTextures, LLC (the "Company"), deposes and says:

1. The Company has one member, and the amount of cash initially contributed to the Company's capital by the member is \$100.00.
2. The agreed value of property other than cash contributed by members is zero.
3. The additional amount of cash or property anticipated to be contributed by the members is not expected to exceed zero.
4. The total amount of cash, other property and anticipated additional contributions is \$100.
5. In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under penalties of perjury that, to the best of the undersigned's knowledge, the facts stated herein are true.


Bob Humphries, Authorized
Representative

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