

PO0000022529
STEWART & STORTER

JAMES C. STEWART, JR.*
*ALSO ADMITTED IN GEORGIA

ATTORNEYS AT LAW

SUSAN J. STORTER **
**PRACTICE LIMITED TO ADOPTION

(941) 353-1040
FAX (941) 353-5191

SUITE 101
2121 COUNTY ROAD 951
GOLDEN GATE, FL 34116-6543

DANEILLE D. STEWART, CLU, CFA
CERTIFIED LEGAL ASSISTANT

E-MAIL STEWARTANDSTORTER@WORLDNET.ATT.NET
February 23, 2000

LISA A. ROSADO
LEGAL ASSISTANT

DIVISION OF CORPORATIONS

Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
02-23-00

RE: A & V PAINTING, INC.,
A FLORIDA CORPORATION

FILED
00 FEB 25 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed herein please find articles of incorporation for the above referenced corporation. Also enclosed is my client's check in the amount of \$122.50 to cover the cost of filing and the cost of a certified copy of the filed articles.

Please also note that corporate existence of the corporation commences February 23, 2000.

Please file the foregoing articles and send a certified copy of the filed articles to me at the above address. I appreciate your assistance in this matter.

Sincerely,


James C. Stewart, Jr.

cc: Mr. Alexander Cruz

ENCLOSURES AS INDICATED

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-02/25/00--01064--001
*****122.50 *****78.75

S. Thompson MAR 6 2000

EFFECTIVE DATE
02-23-00

ARTICLES OF INCORPORATION
OF
A & V PAINTING, INC.,
A FLORIDA CORPORATION

FILED
00 FEB 25 AM 11:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the *FLORIDA BUSINESS CORPORATION ACT*, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

A & V PAINTING, INC.,
A FLORIDA CORPORATION

SECOND: The principal office or mailing address of the Corporation is:

5280 Coral Wood Drive
Naples, Florida 34119

THIRD: The aggregate number of shares that the Corporation is authorized to issue is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, the par value of each such share shall be **ONE AND NO/100S DOLLARS (\$1.00)**. Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
2121 County Road 951
Golden Gate, Florida 34116-6543,

and the name of the Corporation's initial registered agent at such address is:

JAMES C. STEWART, JR.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is **TWO (2)**, and the names and addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as

follows:

ALEXANDER CRUZ
5280 Coral Wood Drive
Naples, Florida 34119

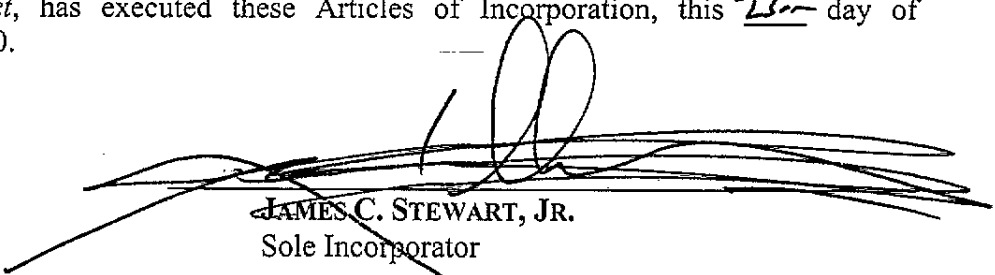
VIVIANA CRUZ
5280 Coral Wood Drive
Naples, Florida 34119

SIXTH: The name and address of the sole incorporator is:

JAMES C. STEWART, JR., ESQUIRE
STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
2121 County Road 951
Golden Gate, Florida 34116-6543

SEVENTH: The corporate existence of the Corporation shall commence on
FEBRUARY 23, 2000.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator
hereinbefore named, for the purpose of forming a corporation under the *Florida Business
Corporation Act*, has executed these Articles of Incorporation, this 23rd day of
FEBRUARY, 2000.



JAMES C. STEWART, JR.
Sole Incorporator

I, **JAMES C. STEWART, JR.**, having been designated to act as registered
agent, hereby agree to act in such capacity.



JAMES C. STEWART, JR.