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Nick Zoidis
4712 Belfast Drive
New Port Richey, FL 34652

July 20, 2000

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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

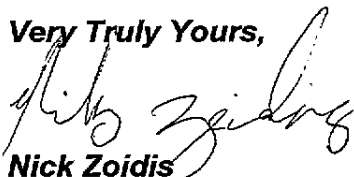
Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Nick Zoidis
755 Main Street
Suite A
Dunedin, FL 34698

If there are any questions, or you are having problems filing the Articles, please call me at (727) 738-9355.

Very Truly Yours,


Nick Zoidis

F. CHESSEN

AUG 7 2000

ARTICLES OF INCORPORATION

OF

NICK ZOIDIS PAINTING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

NICK ZOIDIS PAINTING, INC.

The principal place of business of this corporation shall be: 4712 BELFAST DRIVE, NEW PORT RICHEY, FL 34652.

The mailing address of this corporation shall be: 4712 BELFAST DRIVE, NEW PORT RICHEY, FL 34652.

ARTICLE II. NATURE OF BUSINESS

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

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ARTICLE III. CAPITAL STOCK

The maximum number of shares of that this corporation is authorized to have outstanding at any one time is 10, 000 shares of common stock have \$1.00 per value per share.

ARTICLES IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have one director and one officer, initially. The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:

***Nick Zoidis
President***

***4712 Belfast Drive
New Port Richey, FL 34652***

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation is:

Nick Zoidis

***4712 Belfast Drive
New Port Richey, FL 34652***

IN WITNESS WHEREOF, the under signed incorporator has executed these Articles of Incorporation this 11TH day of July 2000.

Signature of Incorporator

x Nick Zoidis
Incorporator

STATE OF FLORIDA

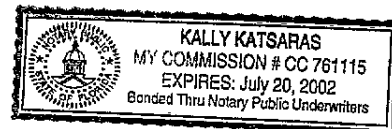
COUNTY OF Pinellas

THE FOREGOING instrument was acknowledged and sworn to before me this 11TH day of July, 2000, by NICK ZOIDIS of NICK ZOIDIS PAINTING, INC.

Notary Public

Kelly Katsaras

My Commission Expires: _____



CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is:

NICK ZOIDIS PAINTING, INC.

2. The name and address of the registered agent and office is:

Name: NICK ZOIDIS

Address: 4712 BELFAST DRIVE

City: NEW PORT RICHEY

State: FLORIDA

Zip: 34652

SIGNATURE

(Corporate Officer)

TITLE: PRESIDENT

DATE: 7/11/2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

DATE: 7/11/2000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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