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TRANSMITTAL LETTER

FILED
00 DEC -5 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

500003487695--B
-12/05/00--01069--001
*****78.75 *****78.75

BELLE-AIRE PAINTING, INC.

SUBJECT: BELLE-AIRE PAINTING, INC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF
INCORPORATION AND OUR CHECK FOR \$78.75

FROM WALTER PARSONS
328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741
(407) 846-2934

D. BROWN DEC 11 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BELLE-AIRE PAINTING, INC.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING
A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION
ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF
INCORPORATION.

ARTICLE I
NAME

THE NAME OF THE CORPORATION SHALL BE: BELLE-AIRE PAINTING,
INC.

ARTICLE II
PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS
CORPORATION SHALL BE: 328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

ARTICLE III
SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: ONE
HUNDRED (100).

**ARTICLE IV
DIRECTORS**

THIS CORPORATION SHALL INITIALLY HAVE ONE (1) DIRECTOR:
JOHN GENOESE
16384 S W 16TH STREET
PEMBROKE PINES, FLORIDA 33027

**ARTICLE V
INITIAL REGISTERED AGENT AND STREET ADDRESS**

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:
WALTER PARSONS
328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

**ARTICLE VI
INCORPORATOR**

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE
ARTICLES OF INCORPORATION IS:
WALTER PARSONS
328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

THE UNDERSIGNED INCORPORATOR HAVE EXECUTED THESE
ARTICLES OF INCORPORATION THIS 15TH DAY OF NOVEMBER, 2000.



WALTER PARSONS

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

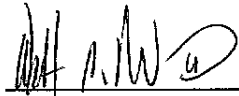
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PERSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: BELLE-AIRE PAINTING, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
WALTER PARSONS
328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



WALTER PARSONS
NOVEMBER 15, 2000