

PO1000048490
SOCKOL & ASSOCIATES, P.A.
ATTORNEYS AT LAW

David J. Sockol
Richard E. Macdonald

Plaza Tower, Suite 1406
111 Second Avenue Northeast
St. Petersburg, Florida 33701

Mary F. Booth
R. Mark Bortner

(727) 822-5200
Fax: (727) 821-5319
E Mail: sockolpa@tampabay.rr.com

May 1
April 30, 2001

100004132781--7
-05/03/01--01026--001
*****70.00 *****70.00

VIA OVERNIGHT DELIVERY

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Best Painting, Inc.
Articles of Incorporation

EFFECTIVE DATE
05-11-01

To Whom It May Concern:

On behalf of the above-referenced corporation, enclosed please find two executed originals of the Articles of Incorporation and our check in the amount of \$70.00, representing the filing fee and the registered agent fee. Please file these documents and return a "filed" stamped original of the Articles to me.

Your attention is directed to Article III of the Articles of Incorporation which states a specific commencement date for this Corporation. Please make sure the Secretary of State indicates the correct effective date.

If you have any questions or require further information, please contact me.

Very truly yours,


David J. Sockol

DJS/kmr
Enclosures

cc: Best Painting, Inc.

01 MAY 15 PM 3:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

T. Burch MAY 15 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 7, 2001

SOCKOL & ASSOCIATES, P.A.
ATTN: DAVID J. SOCKOL
111 SECOND AVE NORTHWEST STE 1406
ST PETERSBURG, FL 33701

SUBJECT: BEST PAITING, INC.
Ref. Number: W01000010231

We have received your document for BEST PAITING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 301A00026891

ARTICLES OF INCORPORATION

OF

COLORS BY BEST, INC.

ARTICLE I.

NAME

The name of this corporation is COLORS BY BEST, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is P.O. Box 17406, Clearwater, Florida 33762.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of May 11, 2001.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

FILED
01 MAY 15 PM 3:30
SECRETARY OF STATE
TALLAHASSEE FL 04105

EFFECTIVE DATE
05-11-01

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Gina Milinovich, 14733 Turnberry Court, Clearwater, Florida 33762.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are Gina Milinovich, 14733 Turnberry Court, Clearwater, Florida 33762.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are David J. Sockol, Esquire, 111 Second Avenue NE., Suite 1406, St. Petersburg, Florida 33701.

ARTICLE IX.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

ARTICLE XII.

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized),

in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.


ARTICLE XIII.

CUMULATIVE VOTING

In any election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principle among as many candidates as he sees fit; provided, however, that notice shall be given by any shareholder to the President or a Vice President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to accumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the

Bylaws of this corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of
Incorporation this 11th day of May, 2001.


David J. Sockol, Esquire
INCORPORATOR

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, I agree to act
in the capacity of Registered Agent for the above corporation and
will comply with the provisions of all statutes relative to the
proper and complete performance of my duties. I am familiar with
and accept the obligations of 607.0505, Florida Statutes.

Dated this 11th day of May, 2001.


Gina Milinovich

01 MAY 15 PM 3:30
-SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED