

PO2000059668

ALBERT J. STOPKA, III, P.A.

ATTORNEY AT LAW

P. O. Box 300

108 MOSLEY DRIVE

LYNN HAVEN, FL 32444

TELEPHONE: (850) 785-6600

FACSIMILE: (850) 872-9158

May 8, 2002

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

500005504415--5

-05/13/02--01004--001

*****78.75 *****78.75

RE: Quality Custom Framing, Inc.
Our File No. 535.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with our firm's check no. 3780 in the amount of \$78.75 for payment of the following costs:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	<u>\$ 8.75</u>
	\$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 30 AM 10:38

Please file these Articles upon receipt and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to give me a call

Sincerely,

ALBERT J. STOPKA, III, P.A.

Mary Boyd
Mary Boyd, Legal Assistant to
Albert J. Stopka, III

mb
Enclosure(s)

T. SMITH MAY 30 2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 16, 2002

ALBERT J. STOPKA, III, P.A.
P.O. BOX 300
108 MOSLEY DR
LYNN HAVEN, FL 32444

SUBJECT: QUALITY CUSTOM FRAMING, INC.
Ref. Number: W02000014199

We have received your document for QUALITY CUSTOM FRAMING, INC. and your check(s) totaling \$78.75. 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 existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

THE CONFLICT IS P02000051301.,

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) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 702A00031276

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY 30 AM 10:38

ARTICLES OF INCORPORATION
OF
QUALITY CUSTOM FRAMING OF BAY COUNTY, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is QUALITY CUSTOM FRAMING OF BAY COUNTY, INC. and the street address of the initial principal office is 7700 Cambridge Court, Panama City, Florida 32404, and its mailing address is 7700 Cambridge Court, Panama City, Florida 32404.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is Renita S. Taylor-Gulck, whose street address is 7700 Cambridge Court, Panama City, Florida 32404.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

ARTICLE VI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

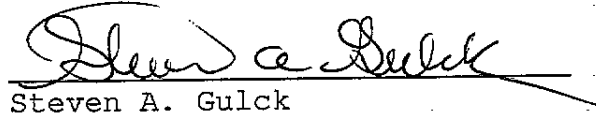
ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Steven A. Gulck whose address is 7700 Cambridge Court, Panama City, Florida 32404.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of May, 2002.

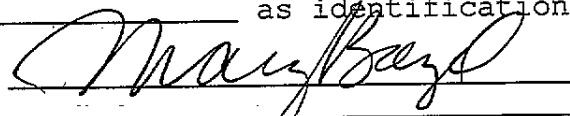

Steven A. Gulck

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of QUALITY CUSTOM FRAMING OF BAY COUNTY, INC., was acknowledged before me this 28th day of May, 2002, by Steven A. Gulck, who: (notary **must** check applicable box)

- ☒ is personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification

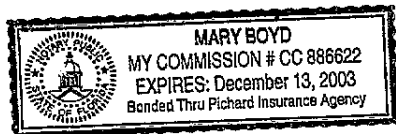
(SEAL)


(Print Name)

Notary Public

Commission # _____

My Commission Expires: _____



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

QUALITY CUSTOM FRAMING OF BAY COUNTY, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 28th day of May, 2002.

Rerita S. Taylor-Gulck
Rerita S. Taylor-Gulck
Registered Agent

02 MAY 30 AM 10:38
SECRETARY OF STATE
DIVISION OF CORPORATIONS