

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

Wall Design, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

174 Ponder's Printing • Thomasville, GA 3/00

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02 AUG 19 PM 12:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

- ✓ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ✓ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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02 AUG 19 AM 11:31

C. BLALOCK AUG 24 2002

W0224028



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 19, 2002

CAPITAL CONNECTION

SUBJECT: WALLDESIGN, INC.
Ref. Number: W02000024028

RECEIVED
02 AUG 22 AM 11:28
TALLAHASSEE, FLORIDA

We have received your document for WALLDESIGN, 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.

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 602A00048777

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

1. **NAME:** The name of this corporation is WALLDESIGN PROFESSIONAL PAPER HANGERS, INC.
2. **DURATION:** The period of its duration is perpetual.
3. **PURPOSE:** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **STOCK:** The corporation is authorized to issue Ten Thousand (10,000) shares of common stock, all of one (1) class, at One Dollar (\$1.00) par value.
5. **INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND REGISTERED AGENT:** The name and address of the initial registered agent, registered office, principal office and mailing address of this corporation is as follows:

BRIAN RIDENOUR

MAILING ADDRESS: P.O. Box 659
Palmetto, Fl 34220

REGISTERED OFFICE: 10115 Bud Rhoden Rd.
Palmetto, Fl 34221

6. **INITIAL BOARD OF DIRECTORS:** This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment to the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
BRIAN RIDENOUR	10115 Bud Rhoden Rd. Palmetto, Fl 34221
GENNI RIDENOUR	10115 Bud Rhoden Rd. Palmetto, Fl 34221

7. **INCORPORATOR:** The name and address of the incorporator signing these

Articles of Incorporation is: BRIAN RIDENOUR, 10115 Bud Rhoden Rd., Palmetto, Fl 34221.

8. **AMENDMENT OF ARTICLES:** 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.

9. **INDEMNIFICATION:** The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

10. **CUMULATIVE VOTING:** In any election of directors by the shareholders, each shareholder of record 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 his shares, 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 cumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the By-Laws of the corporation.

11. **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 including shares from the treasury of this corporation, in the ratio that the numbers of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. 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 prices, 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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of August, 2002.



BRIAN RIDENOUR, Incorporator, Registered Agent,
Director

STATE OF FLORIDA
COUNTY OF MANATEE

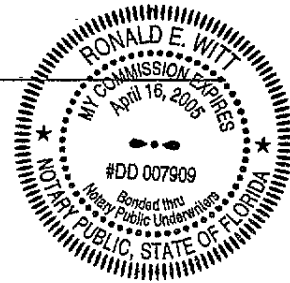
BEFORE ME, the undersigned authority, personally appeared BRIAN RIDENOUR, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and who is personally known to me or has produced

n/a as identification.

WITNESS my hand and official seal, this 12 day of August,
2002.

[Signature]
Notary Public

My Commission Expires:



CERTIFICATE OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT
AND ACCEPTANCE OF REGISTERED AGENT

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SEC. 6, CHARTER STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607, Florida Statutes, the following is submitted, in compliance with
said Act:

1. The Principal Office of **WALLDESIGN PROFESSIONAL PAPER HANGERS, INC.**, a corporation duly organized and existing under the laws of the State of Florida is: P.O. BOX 659, Palmetto, Fl 34220.
2. The Registered Office of this corporation is: 10115 Bud Rhoden Rd., Palmetto, Fl 34221.
3. The Registered Agent of this corporation is: BRIAN RIDENOUR

Having been named a registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: 8-12-02

Brian Ridenour
Registered Agent