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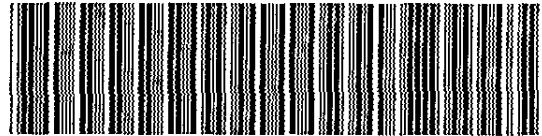
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 834880 7183817

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 26, 2002

ORDER TIME : 10:46 AM

ORDER NO. : 834880-005

CUSTOMER NO: 7183817

CUSTOMER: Robert E. Turffs, Esq
Robert E. Turffs, P.a.

Suite B
1444 First St.
Sarasota, FL 34236

DOMESTIC FILING

NAME: PAINT AMERICA FIRST, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

PAINT AMERICA FIRST, 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 PAINT AMERICA FIRST, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 100 4TH Avenue South, Unit 136, St. Petersburg, Florida, 33701.

ARTICLE III NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, each having the par value of \$1.00.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the subscriber of this corporation at any regular or special meeting.

ARTICLE V EXISTENCE

This corporation shall have perpetual existence until dissolved according to law.

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Robert E. Turffs, Esquire —
Robert E. Turffs, P.A. —
1444 First Street, Suite B —
Sarasota, Florida 34236 —

ARTICLE VII INCORPORATOR

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

Robert E. Turffs, Esquire =
Robert E. Turffs, P.A. =
1444 First Street, Suite B ·
Sarasota, Florida 34236 -

ARTICLE VIII DIRECTORS

There shall be one director of the corporation. The name and address of each director is:

George Vallee Bain 100 4TH Avenue South, Unit 136
 St. Petersburg, Florida, 33701.

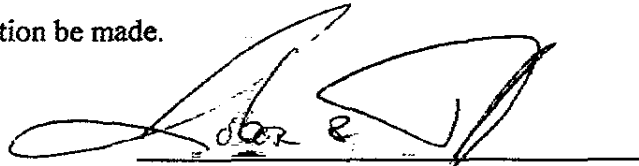
ARTICLE IX SUBSCRIBER

The name and Address of each person signing these Articles of Incorporation as a subscriber is
as follows:

Robert E. Turffs, Esquire
Robert E. Turffs, P.A.
1444 First Street, Suite B
Sarasota, Florida 34236

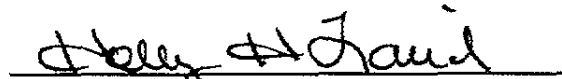
ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the subscribers, proposed by them to the stockholders and approved by them at a meeting of stockholders by a majority of the stockholders entitled to vote thereon, unless all the officers and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.


ROBERT E. TURFFS

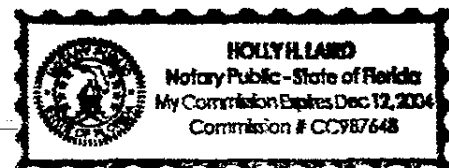
STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on November 25th, 2002, by Affiant, ROBERT E. TURFFS, who is personally known to me ✓ or who produced _____
(type of identification)
as identification.


NOTARY PUBLIC

(SEAL)

MY COMMISSION EXPIRES:



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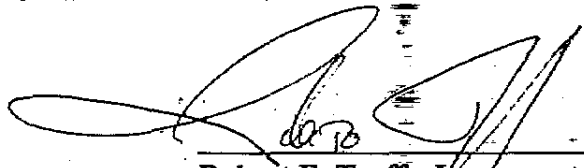
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

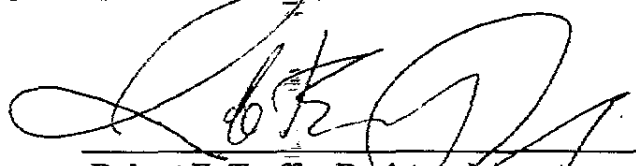
In compliance with Sections 48.091 and 607.034, Florida Statutes, the Following is submitted:

FIRST that **ROBERT E. TURFFS** is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at **100 4th Avenue South, Unit 136, St. Petersburg, Florida, 33701**, has named **ROBERT E. TURFFS**, located **1444 First Street, Suite B, Sarasota, Florida, 34236** as its agent to accept service of process within Florida.

Dated: Nov. 25, 2002.


Robert E. Turffs, Incorporator

Having been named to accept service of process for the above named 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 relative to the proper performance of my duties.


Robert E. Turffs, Registered Agent