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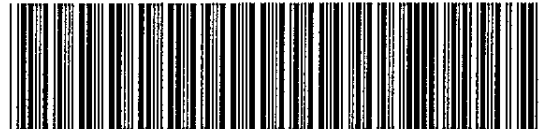
(Business Entity Name)

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HALL ASSESSMENT

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Transmittal Letter

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32314

Subject: R. A. Budd Industries, Inc.

Enclosed are one original and one (1) copy of the articles of incorporation and a check for \$87.50.

Please process my filing fee along with a Certified Copy and Certificate of Status.

From: R. A. Budd Industries, Inc.
Richard A. Budd, President
10405 Paula Court
Port Richey, FL 34668
(727) 861-2267

 12-31-02
Richard A. Budd Date

Articles of Incorporation for R. A. Budd Industries, 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
R. A. Budd Industries, Inc.

Article II – Principal Office

10405 Paula Court
Port Richey, FL 34668

Article III – Purpose

The purpose for which the corporation is organized is to operate an industrial wire pulling service and other construction related services.

Article IV – Shares

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article V – Initial Registered Agent and Street Address

Richard A. Budd
10405 Paula Court
Port Richey, FL 34668

Acceptance by Registered Agent: The undersigned hereby accepts the appointment as Registered Agent of R. A. Budd Industries, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this 31 day of December, 2002


Richard A. Budd, Registered Agent

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TALLAHASSEE, FLORIDA

Article VI – Incorporators

The number of Directors making the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Richard A. Budd, 10405 Paula Court, Port Richey, FL 34668

(a) Responsibilities of Directors:

President: Shall be responsible for the running of the corporation and maintaining of all requirements for the profit and smooth operation of the corporation.

Richard A. Budd is the initial President of the corporation

Secretary: Shall be responsible for the keeping of the minutes and maintaining the records for the payment of salaries and taxes for the corporation.

Richard A. Budd is the initial Secretary of the corporation

(b) Bylaws:

- (1) The president has the right to add to the Board of Directors any member that can assist with the smooth operation and profitability of the corporation.
- (2) The president has the right to delete from the Board of Directors any member that assists with a smoother operation or increase profitability of the corporation.
- (3) The secretary has the right to seek professional assistance in handling the payment of taxes and other necessary paperwork needed to maintain the corporation's status.

(c) Purpose and Duration of Corporation:


- (1) The purpose of the corporation is to be a profitable business that offers personal and business services that include painting, designing and consulting.
- (2) The duration of the corporation is perpetual

- (a) In order to liquidate the corporation and cease operation and vote by all shareholders is necessary with a 90% vote in favor of termination being the required consensus.

Article VII: Right to Amend

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

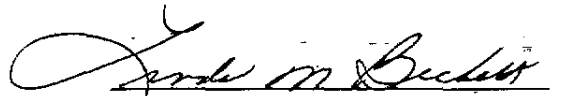
In Witness Whereof, the undersigned has executed these Articles of Incorporation on this 31 day of December, 2002


Richard A. Budd, Incorporator

State of Florida, County of Pasco

Before me personally appeared Richard A. Budd to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 31st day of December, 2002


Notary Public, State of Florida
My commission expires: 9-19-04



Linda M. Beckett
MY COMMISSION # CC968763 EXPIRES
September 19, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

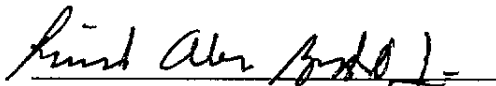
Certificate of Designation of Registered Agent. Registered Office

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS FOR 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 R. A. Budd Industries, Inc.
2. The name and address of the registered agent and office is:

Richard A. Budd
10405 Paula Court
Port Richey, FL 34668
Pasco County

Having been named as 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 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.


Richard A. Budd, Registered Agent

12-31-02
Date

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TALLAHASSEE, FLORIDA