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Mark Escoffery, P.A.

Certified Public Accountant
4241-A Northlake Boulevard
Palm Beach Gardens, Florida 33410

(Address)

(City/State/Zip/Phone #)

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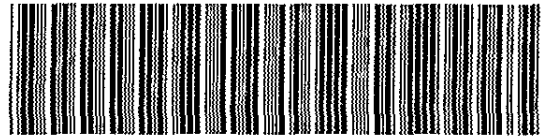
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood

Secretary of State

March 12, 2003

MARK ESCOFFERY, P.A.
4241-A NORTHLAKE BOULEVARD
PALM BEACH GARDENS, FL 33410

SUBJECT: FLYING COLORS ENTERPRISE, INC.
Ref. Number: W03000007199

We have received your document for FLYING COLORS ENTERPRISE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 603A00015670

Mark Escoffery, P.A.

Certified Public Accountant

4241-A Northlake Boulevard
Palm Beach Gardens, FL 33410

Tel (561) 627-1404
Fax (561) 627-3844

March 20, 2003

Doris Brown
Document Specialist
New Filings Section
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

As per your request (letter dated March 12, 2003) I am returning herewith Articles of Incorporation with name changed to CREATIVE FLYING COLORS, INC., and corrections have been made in all appropriate places.

Should you need any further information, please contact me at the above address.

Mark Escoffery

MARK ESCOFFERY

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03 MAR 24 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CREATIVE FLYING COLORS, INC.

I, the Undersigned Incorporator of these Articles of Incorporation, who is the natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of the Corporation shall be:

CREATIVE FLYING COLORS, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is the application of collision repair technology or any other business permitted under the Laws of the United States and the State of Florida.

Said powers shall include, but not limited to manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone or cemetery company, a building or loan association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida, and in all other States and Countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers or corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by, any other corporation, of the State of Florida, or any other State or Government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

In furtherance, and not in any limitation of the general powers conferred by the Laws of the State of Florida and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

- A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or corporation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

- B. To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies; provided, however, the capital of this Corporation cannot be impaired thereby.
- C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and saving plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.
- D. The Corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in, or covered by, said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE III

Capital Stock

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares at \$1.00 par value.

ARTICLE IV

"1244 STOCK"

All stock issued shall be issued pursuant to the requirements of Section 1244 of the Internal Revenue Code for said stock to qualify under that Section.

ARTICLE V

Initial Capital

The amount of capital with which this Corporation will begin business is not less than \$1000.00 (One Thousand Dollars).

ARTICLE VI

Terms of Existence

This Corporation is to exist perpetually.

ARTICLE VII

Principal Place of Business

The initial street address in this State of the principal office of this Corporation is 3162 Via Poinciana Drive #2, Lake Worth, Florida 33467. The Board of Directors may, from time to time remove the principal office to any other address in Florida.

ARTICLE VIII

Directors

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE IX

Initial Directors

The name and address of the member of the first Board of Directors is:

TITLE	ADDRESS
PRESIDENT/SECRETARY/ TREASURER: ERROL HENRY	3162 Via Poinciana Drive #2 Lake Worth Florida 33467

ARTICLE X

Incorporators

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and street address of the Incorporator of these Articles of Incorporation, the number of shares of stock which he agrees to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARES	PAID
ERROL HENRY	3162 Via Poinciana Dr. #2 Lake Worth Florida 33467	1000	\$1,000.00

ARTICLE XI

Registered Agent

The initial registration of the Registered Office of this Corporation shall be 3162 Via Poinciana Dr. #2, Lake Worth, Florida 33467, and the Registered Agent shall be ERROL HENRY.

Pursuant to Florida Statutes Section 607.164 having been named to accept process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY


ERROL HENRY

ARTICLE XII

Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors, as provided by Law, by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

ARTICLE XIII

Action by Directors Without a Meeting

The Directors of this Corporation may take action by written consent as provided by Law.

ARTICLE XIV

Ratification of Incorporator's Actions and Adoption of Contracts


This Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned Incorporator performed prior to the effective date of these Articles of Incorporation and done on behalf of this Corporation. The Corporation further authorizes its Director to assume all expenses made on behalf of the Corporation, prior to its existence, for any and all expenses incurred in the organization and formation of the Corporation.

ARTICLE XV

Amendments

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

IN WITNESS WHEREOF, I, the Incorporator of the abovenamed Corporation, have set my hands this 25 day of FEBRUARY 2003.



ERROL HENRY

FLDL

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I hereby certify that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared ERROL HENRY known to me to be the person (Produced FL) described as the Incorporator in, and who executed, the foregoing Articles of Incorporation and that he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County last
aforesaid this 25th day of Feb 2003.

Hemadri Ali
Notary Public

My Commission Expires:

