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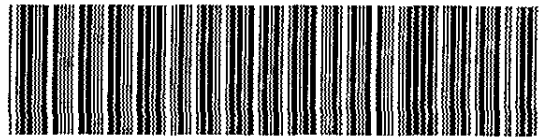
(Business Entity Name)

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05/02/03--01093--009 **78.75

EFFECTIVE DATE
04-30-03

FILED
03 MAY -2 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95/16

KOPELOUSOS & BRADLEY, P.A.

ATTORNEYS AT LAW

1279 KINGSLEY AVENUE - SUITE 118

ORANGE PARK, FLORIDA 32073

MAILING ADDRESS: P.O. BOX 562

ORANGE PARK, FLORIDA 32067-0562

JOHN KOPELOUSOS
ROBERT M. BRADLEY, JR.
STACIE R. DRAWDY

TELEPHONE: (904) 269-1111
FACSIMILE: (904) 269-1113

April 30, 2003

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

RE: PANOS CUSTOM PAINTING, INC.

EFFECTIVE DATE
04-30-03

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Amendment for the above-referenced corporation. I have also enclosed my check in the amount of \$78.75 to cover the costs of filing these Articles of Incorporation and providing me with a certified copy of the Articles of Amendment after recording.

Thank you for your assistance in this matter.

Very truly yours,



John Kopelousos

JK/ts

Enclosures

ARTICLES OF INCORPORATION
OF
PANOS CUSTOM PAINTING, INC.

FILED
03 MAY -2 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address: The name of the corporation is PANOS CUSTOM PAINTING, INC., located at 1279 Kingsley Avenue, Suite 118, Orange Park, FL 32073.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Commencement of Corporation Existence. In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

EFFECTIVE DATE
04-30-03

Article 4. Purpose. The general purposes for which the Corporation is organized are the following:

- A. To engage in and transfer any lawful business for which corporations may be incorporated under the Florida General Corporations Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 6. Stock Transfer Restrictions. Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may amend this Article and which may also include the Corporation as a party.

Article 7. Preemptive Rights. Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

- A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of

- Incorporation as originally filed or by the amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or
- B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which it attached or pertinent any warrant or warrants for other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

Article 8. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 1279 Kingsley Avenue, Suite 188, Orange Park, FL 32073, and the name of its initial Registered Agent at that address is John Kopelousos, Esquire.

Article 9. Incorporators. The name and address of each Incorporator is as follows:

John Kopelousos
1279 Kingsley Avenue, Suite 118
Orange Park, FL 32073

Article 10. Amendment. The Corporation reserves the right to amend or repeal any provisions 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 have signed these Articles of Incorporation on this 30th day of April, 2003.

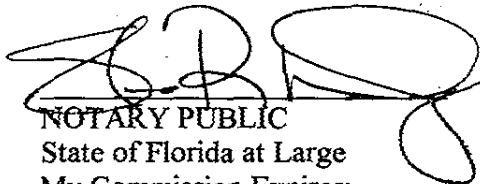

JOHN KOPELOUSOS

**STATE OF FLORIDA
COUNTY OF CLAY**

Before me personally appeared, JOHN KOPELOUSOS, to me personally known and known before me to be the person described in and who executed the foregoing Articles of

Incorporation and acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 30th day of April, 2003.


NOTARY PUBLIC
State of Florida at Large
My Commission Expires:

Identification

Personally Known ✓



Stacie R. Drawdy
MY COMMISSION # DD106861 EXPIRES
April 7, 2006
BONDED THRU TROY FAY INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

PURSUANT to the provisions of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

PANOS CUSTOM PAINTING, INC., its principal office as indicated in the Articles of Incorporation at the City of Orange Park, County of Clay, State of Florida, has named JOHN KOPELOUSOS, located at 11279 Kingsley Avenue, Suite 118, Orange Park, FL 32073, County of Clay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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



JOHN KOPELOUSOS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA