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FAX NO. : 3217527705

Oct. 01 2003 10:19AM P1

Division of Corporations

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Florida Department of State
Division of Corporations
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From:

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FLORIDA PROFIT CORPORATION OR P.A.

CUSTOM FRAMING BY FAIGLELY, INC..

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FROM : S D ENTERPRISES OF BRE

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ARTICLES OF INCORPORATION
OF
CUSTOM FRAMING BY FAIGLEY, INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CUSTOM FRAMING BY FAIGLEY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1166 GRANDEUR STREET S.E.
PALM BAY, FL 32909

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a \$1.00 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

VERNON J. FAIGLEY
1166 GRANDEUR STREET S.E.
PALM BAY, FL 32909

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

VERNON J. FAIGLEY
1166 GRANDEUR STREET S.E.
PALM BAY, FL 32909

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 30TH day SEPTEMBER, 2003

Signature

Vernon J. Faigley

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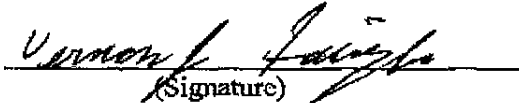
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF 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: CUSTOM FRAMING BY FAIGLEY, INC.
2. The name and address of the registered agent and office is:

VERNON J FAIGLEY
1166 GRANDEUR STREET S.E.
PALM BAY, FL 32909

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.


(Signature)

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