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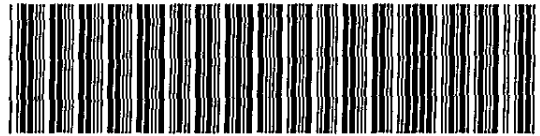
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Bagdes & Bagdes

Attorneys at Law

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Fabian Bagdes
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386-258-7171
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November 5, 2003

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: BUTLER'S PAINTING, INC.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$78.75 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BUTLER'S PAINTING, INC.

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

ARTICLE ONE
NAME

The name of the corporation is BUTLER'S PAINTING, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to provide painting services for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The address of the principal office of the corporation is: 1806 Linda Avenue, Ormond Beach, Florida 32174. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 1806 Linda Avenue, Ormond Beach, Florida 32174, and the name of the initial registered agent at such address is John R. Butler, III.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

John R. Butler, III	1806 Linda Avenue Ormond Beach, FL 32174
Deborah K. Butler	1806 Linda Avenue Ormond Beach, FL 32174

ARTICLE NINE
INCORPORATORS

The names and addresses of the incorporators are:

John R. Butler, III	1806 Linda Avenue Ormond Beach, FL 32174
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Deborah K. Butler

1806 Linda Avenue
Ormond Beach, FL 32174

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

John R. Butler, III
President

1806 Linda Avenue
Ormond Beach, FL 32174

Deborah K. Butler
Secretary/Treasurer

1806 Linda Avenue
Ormond Beach, FL 32174

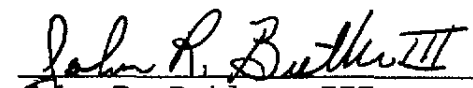
ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

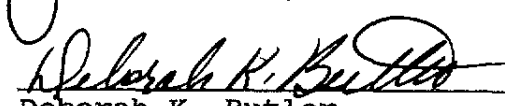
ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, we have signed our names this 5th day of November, 2003.



John R. Butler, III



Deborah K. Butler

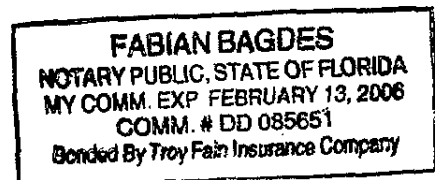
STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 5th day of November, 2003, before me, the undersigned authority, appeared JOHN R. BUTLER, III, who is personally known to me or who has produced FL driver's license as identification; and, DEBORAH K. BUTLER, who is personally known to me or who has produced FL driver's license as identification, and whose names are subscribed to the within instrument and having been duly sworn they acknowledged that they executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Signature

Seal:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

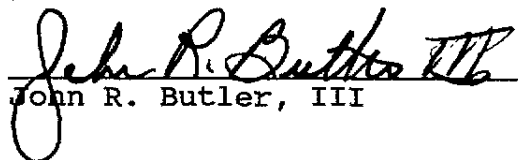
The following is submitted in compliance with Chapter 48.091, Florida Statutes.

BUTLER'S PAINTING, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 1806 Linda Avenue, in the City of Ormond Beach, County of Volusia, in the State of Florida, has named John R. Butler, III, who is located at 1806 Linda Avenue, Ormond Beach, Florida 32174, as its registered agent to accept service of process within the State.

<u>DIRECTOR:</u>	<u>ADDRESS:</u>
John R. Butler, III	1806 Linda Avenue Ormond Beach, FL 32174
Deborah K. Butler	1806 Linda Avenue Ormond Beach, FL 32174

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.


John R. Butler, III