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TALLAHASSEE, FLORIDA



STITZEL

LAW GROUP, P.A.

D. Howard Stitzel, III
David H. Barnhill

206 N. Collins Street
Plant City, Florida 33563-3314
Tel. 813- 759-1224
Fax: 813- 759-1101

*Stuart W. Umbarger
*of Counsel

December 9, 2003

Secretary of State
Division of Corporations
Attn.: New Filing
P.O. Box 6327
Tallahassee, FL 32314

RE: ELITE PAINTING & DECORATING, INC.

Dear Clerk:

Enclosed please find an original and a copy of the Articles of Incorporation and Designation of and acceptance by Registered Agent for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing Fee for Articles of Incorporation	\$35.00
Filing Fee for Registered Agent	<u>\$35.00</u>
	\$70.00

Please file the original of the enclosed and return a copy to me at the above referenced address.

Sincerely,

STITZEL LAW GROUP, P.A.

D. Howard Stitzel, III

DHS/cgh
Enclosure(s)

ARTICLES OF INCORPORATION
OF
ELITE PAINTING & DECORATING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME & PLACE

The name of the corporation shall be **ELITE PAINTING & DECORATING, INC.** The address of the principal office of this corporation shall be 255 Robinhood Road, Inverness, Florida 34450, and the mailing address shall be the same.

ARTICLE II - EFFECTIVE DATE

The incorporation of this corporation shall become effective on the date of filing these Articles of Incorporation with the Secretary of State, State of Florida.

ARTICLE III - PURPOSE

The purpose of this corporation shall be to transact all legally permissible business activities in the State of Florida which the Board of Directors shall deem reasonable and prudent.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue TEN THOUSAND (10,000) shares of common stock, in one class only, with \$.01 par value.

ARTICLE V-REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is Stitzel Law Group, P.A., 206 N. Collins St., Plant City, FL 33563. The registered agent of this corporation at that address is D. Howard Stitzel, III.

ARTICLE VI-INITIAL DIRECTOR

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time, but it shall never be less than two (2). The addresses of the members of the initial Board of Directors and their names are as follows:

Phillip Cobb
11507 Brand Cato Lane
Riverview, Florida 33569

Thelma Greenwell
255 Robinhood Road
Inverness, Florida 34450

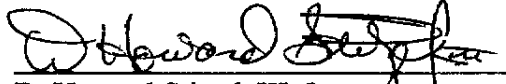
David Greenwell
255 Robinhood Road
Inverness, Florida 34450

ARTICLE VII- INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is D. Howard Stitzel, III, 206 N. Collins St., Plant City, Florida 33563.

IN WITNESS WHEREOF, the undersigned has hereto set his hand on the date first written below.

Date: 12/8/03


D. Howard Stitzel, III, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 **ELITE PAINTING & DECORATING, INC.**
2. The name and street address of the registered agent and office is D. Howard Stitzel, III, 206 N. Collins St., Plant City, Florida 33563.

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.

Date: 12/8/03

By D. Howard Stitzel, III
D. Howard Stitzel, III
Resident Agent