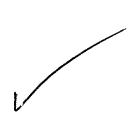
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#### LAW OFFICES

#### HARBSMEIER, DEZAYAS, APPEL & HARDEN LLP

5116 SOUTH LAKELAND DRIVE POST OFFICE BOX 6069 [33807] LAKELAND, FLORIDA 33813 TELEPHONE: (863) 619-7330 FACSIMILE: (863) 619-7303 WEBSITE: WWW.HDALAW.COM

December 22, 2003

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Murphy's Texture, Inc.

To Whom It May Concern:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced professional association for filing, together with our check in the amount of \$78.75.

I would appreciate your filing this professional association and return a certified copy in the envelope provided for your convenience.

Should you have any questions, please do not hesitate to call.

Cordially,

Bruno F. DeZayas

BFD/he Enclosures

#### ARTICLES OF INCORPORATION

OF

MURPHY'S TEXTURE, INC.

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#### ARTICLE I - NAME

The name of this corporation is MURPHY'S TEXTURE, INC.

#### **ARTICLE II - PURPOSE**

This corporation is organized for the purpose of engaging in the business of dry-wall texture or any other lawful business and to do anything necessary, proper, advisable, or convenient, for the accomplishment of said purposes, and to do all and other things incidental to them, or connected with them, that are not forbidden by the Florida corporation laws or by other laws, or by these Articles of Incorporation, and to carry out said purpose in any state, territory, district, or possession of the United States or in any foreign country, to the extent that these purposes are not forbidden by the laws of that state, territory, district, or possession of the United States, or by the foreign country.

#### ARTICLE III - CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is ONE THOUSAND (1,000) shares of common stock with a par value of ONE DOLLAR (\$1.00) per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive, when and as directed by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes.

#### ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation shall be located at 3305 N.E. Lake Sebring Drive, Sebring, Florida 33870. The registered agent of this corporation shall be Gene L. Murphy, 3305 N.E. Lake Sebring Drive, Sebring, Florida 33870.

#### ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member, who not need be a resident of the State of Florida, or shareholder of the corporation. The number of directors may be increased from time to time by the by-laws. The name and address of the initial director of this corporation is:

Gene L. Murphy

3305 N.E. Lake Sebring Drive Sebring, Florida 33870

#### ARTICLE VI - DURATION

The period of duration of this corporation is perpetual.

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Gene L. Murphy, 3305 N.E. Lake Sebring Drive, Sebring, Florida 33870.

#### **ARTICLE VIII - INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

#### ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto.

#### ARTICLE X - PRE-EMPTIVE RIGHTS

The holders of the common stock of this corporation shall have pre-emptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of

Directors, such of the shares of stock of this corporation that may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder, to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 18th day of \_\_\_\_\_\_\_\_, 2003.

GENE L. MÜRPHY

STATE OF FLORIDA COUNTY OF HIGHLANDS

BEFORE ME, the undersigned authority, personally appeared GENE L. MURPHY who is personally known to me or who has produced and subscribed the above Articles of Incorporation, and he did so freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Sebring, Highlands County, Florida, this 18 day of Description, 2003.

PAULA KING

Notary Public - State of Florida

My Commission Expires Feb 25, 2007

Commission # DD188085

Bonded By National Notary Assn.

Notary Public/State of Florida

Printed Notary Name

### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.05, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the required office/registered agent, in the State of Florida.

- 1. The name of the corporation is MURPHY'S TEXTURE, INC.
- 2. The name and address of the registered agent is:

Gene L. Murphy 3305 N.E. Lake Sebring Drive Sebring, Florida 33870

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT ŠERVICE 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 COMPETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Murphy

Date: 12/18/03