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307 Airport Pulling Rd. North P.O. Box 7128, Naples, FL 34101 (239) 643-6263 Fax:(239)643-5243

> Attorneys at Law RICHARD D. SPARKMAN JEFFREY C. QUINN KAREN S. BEAVIN

LAW OFFICES

Sparkman & Quinn, P.A.

May 3, 2004

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32314

Re: OLD MASTERS CUSTOM PAINTING, INC.

Dear Sir:

In reference to the above, please find enclosed the following:

- 1. Articles of Incorporation of OLD MASTERS CUSTOM PAINTING, INC.
 - Designation of Registered Agent.
 - 3. Check in the amount of \$122.50 covering the following:

a. Filing Fee \$ 35.00 b. Registered Agent Fee \$ 35.00 c. Certified Copy \$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,

FEFFREY C. QUINN

JCQ/amp

Enclosures: (as stated)

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SECLE FLORIDA

TALLAMA FLEE FLORIDA

ARTICLES OF INCORPORATION

OF

OLD MASTERS CUSTOM PAINTING, INC.

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is OLD MASTERS CUSTOM PAINTING, INC.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscriber of the initial issue of stock under these Articles of Incorporation is David J. Irwin.

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Jeffrey C. Quinn.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 3260 16th Avenue S.E., Naples, Florida 34117.

ARTICLE EIGHT

MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

ARTICLE NINE

INCORPORATORS

The name and address of the Incorporator is David J. Irwin, 3260 16th Avenue S.E., Naples, Florida 34117.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 4 day of May, 2004, in Naples, Collier County, Florida.

DAVID J. IRWI

STATE OF FLORIDA

COUNTY OF COLLIER

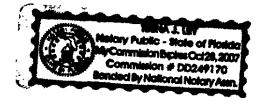
Before me personally appeared DAVID J. IRWIN, known to me personally or identified to me by 100.41650 170 69 1850 as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this $\frac{4}{1}$ day of $\frac{900}{1}$,

Notary Signature

Printed Name

Seal:
Commission No. ____



DESIGNATION OF REGISTERED AGENT

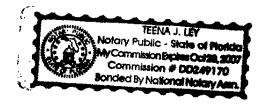
David J. Irwin, the incorporator of OLD MASTERS CUSTOM PAINTING, INC. hereby designates Jeffrey C. Quinn, Esquire of 307 Airport Road North, Naples, Florida 34104, to be the registered agent of OLD MASTERS CUSTOM PAINTING, INC. and JEFFREY C. QUINN by and through this document, hereby accepts the appointment to be registered agent of OLD MASTERS CUSTOM PAINTING, INC.

Incorporator

SWORN TO and subscribed before me on this _____ day of May, 2004.

Printed Name of Notary Seal:

My Commission Expires:



WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR OLD MASTERS CUSTOM PAINTING, INC.

I HEREBY am familiar with and accept the duties and
responsibilities as registered agent for said sorporation.
1/h4 L = 5
JEFFREY / QUINN, ESQUIRE CO
2:53
SWORN TO and subscribed before me on this day of May, 2004.
() La M Car
Notary Public
annette M. Par
Printed Name of Notary Rubarc
Seal: Commission #DD181075 My Commission #DD181075
Bonded Thru Atlantic Bonding Co., Inc.