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SECRETARY OF STATE
TALLAMASSEE, FLORIS,

# WALZER & ASSOCIATES, INC. A Professional Accounting Firm

A Professional Accounting Firm 8301 Forest City Road Orlando, Florida 32810 (407) 299-0086 ◆ FAX (407) 298-3849

May 17, 2004

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

RE: N.E.P. PAINTING, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit Corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely

STEVEN H. WALZER, B.A., M.B.A., E.A.

SHW/tmo Enclosures

FILED

#### **ARTICLES OF INCORPORATION**

<u>of</u>

SECRETARY OF STATE
TALLAHASSEE, FI ORIDA

#### N.E.P. PAINTING, INC.

#### ARTICLE I - NAME

The name of this Corporation is N.E.P. PAINTING, INC., the address is 16102 KEALAN CIRCLE, MONTVERDE, FLORIDA 34756.

#### ARTICLE II - DURATION

This Corporation shall commence its existence on the 17th day of MAY 2004 with the filing of these Articles with the Secretary of State.

#### ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

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

The street address of the initial registered office of this Corporation, 16102 KEALAN CIRCLE, MONTVERDE, FLORIDA 34756 and the name of the initial registered agent of this Corporation at that address is CLARENCE E. SPRUILL, SR.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

CLARENCE E. SPRUILL, SR.
PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER
16102 KEALAN CIRCLE
MONTVERDE, FLORIDA 34756

The name and address of the person signing these Articles is:

CLARENCE E. SPRUILL, SR.
PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER
16102 KEALAN CIRCLE
MONTVERDE, FLORIDA 34756

### ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the under	signed subscribers have ex	ecuted these Articles of
Incorporation on this day of	MAY	2004.
Sand	A.	·
CLARENCE E. SPRUILL, SR.		
•	ACKNOWLEDGMENT	•
STATE OF FLORIDA		
COUNTY OF ORANGE		•
I HEREBY CERTIFY that on this	day of MA	, 2004, personally
appeared before me, the undersigned	officers duly authorized to	administer oaths and take
acknowledgments, CLARENCE E. SI	PRUILL, SR., well known	and known to be the person who
executed the foregoing Articles of Inc	orporation, N.E.P. PAINT	ING, INC., and he
Acknowledged that he signed and exe	ecuted the same for the pur	pose therein stated.
IN WITNESS WHEREOF, I have her		ixed my official seal at Orlando,
in said County and State, this 1774	day of MA	, 2004.
	NOTARYPUBLIC	C-STATE OF FLORIDA

## FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is submitted:

First that N.E.P. PAINTING, INC., desiring to organize or qualify under the laws of the State of Florida, its principal place of business in the City of MONTVERDE, Florida has named CLARENCE E. SPRUILL, SR. as its agent to accept service process within Florida.

CLARENCE E. SPRUILL, SR.

#### **ACCEPTANCE**

Having been named to accept service of process for the above – named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

CLARENCE E. SPRUILL

DATE:

STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this

2004, in said County and State.

day of M

NOTARY PUBLIC-STATE OF FLORIDA

