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John Richter
9226 Cindy Cir
Jax. FL 32221

(City/State/Zip/Phone #)

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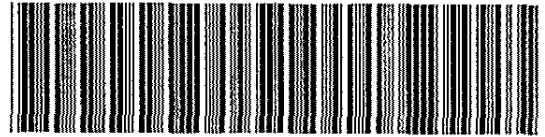
(Business Entity Name)

(Document Number)

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APPROVED
AND
FILED
04 DEC 13 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

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Articles of Incorporation *

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of

All American Custom Framing, Inc.

ARTICLE I

NAME

The name of the Corporation is All American Custom Framing, Inc..
The principal office address and the mailing address of said
Corporation is 9226 Cindy Circle Jacksonville, Florida 32221.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the
date of this filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any
or all lawful business for which corporations may be incorporated
under Chapter 607, Florida Statutes, as now exists or may hereafter be
amended.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7500 shares of no par value stock which shall be designated as "Common Stock".

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9226 Cindy Circle Jacksonville, Florida 32221 and the name of the initial registered agent of this corporation at that address is John Richter.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors constituting the initial Board of Directors. The board of directors shall be appointed by the corporation's shareholders. The number of directors may be either increased or decreased from time to time by the bylaws;

however, there shall never be less than one (1) Director. The name and address of the initial Board of Directors of the corporation is:

John Richter
9226 Cindy Circle
Jacksonville, Florida 32221

William David McCullough
9226 Cindy Circle
Jacksonville, Florida 32221

John L. Bailey
9226 Cindy Circle
Jacksonville, Florida 32221

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporator signing these articles is:

John Richter
9226 Cindy Circle
Jacksonville, Florida 32221

ARTICLE IX

INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under the said provisions from and against any and all the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and

shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

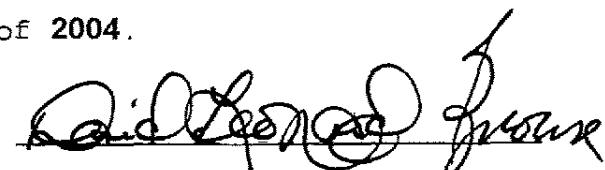


John Richter
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared John Richter, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 10th day of December of 2004.

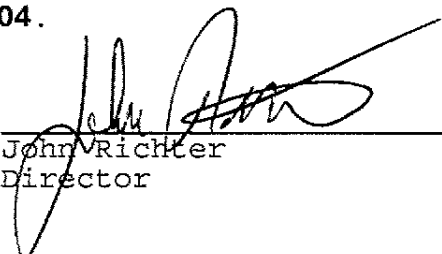


NOTARY PUBLIC - STATE OF FLORIDA
DAVID LEONARD SPROUSE
MY COMMISSION # DD 134257
EXPIRES: August 11, 2006
Bonded Thru Budget Notary Services

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

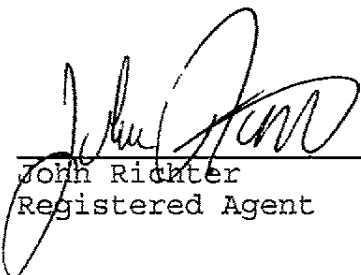
In compliance with Sections 48.091 and 607.034, Florida Statutes,
the following is submitted:

FIRST, that All American Custom Framing, Inc. desiring to
organize or qualify under the laws of the State of Florida,
with its principal place of business at 9226 Cindy Circle
Jacksonville, Florida 32221 has named John Richter as its
agent to accept service or process within Florida. Dated
this 10th day of December of 2004.



John Richter
Director

SECOND, that 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
performance of my duties.



John Richter
Registered Agent

APPROVED
AND
FILED
04 DEC 13 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA