

Division of Corporations

**PERSONNEL**

Page 1 of 1

0988EPI 13 EP 103:22:15

Federal Department of State  
Division of Corporations  
Public Access System

THE MASSACHUSETTS

Electronic Filing Cover Sheet

Number of pages on this page no used as a cover sheet. (Type the exact number of pages (known) on this page no below of fully pages of the document.)

((00000002 0065033))

I Note I CONSENT in the REFERENCE TO THE PUBLIC ACCESS SYSTEM ONLY FOR THE PURPOSE OF THIS PAGE. I Agree to all the terms and conditions of the system.

To  
Division of Corporations  
Fax: Number : 0580 0056 0831

From  
Account Name : MASSACHUSETTS CORPORATION  
Account Number : 120000000137  
E Page : 0584 782-0000  
Fax Number : 0584 782-8252

MASSACHUSETTS CORPORATION (00000000)

MASSACHUSETTS CORPORATION, INC.

Certification of Data:	0
Certification of Copy:	0
Page Count	05
Estimated Charge	00000

Electronic Filing Fee

Corporate Filing

Public Access Fee

05600005-0038

010002006120051 0000000000

Federal Dept of State



FEDERAL BUREAU OF INVESTIGATION

Richard M. Egan  
Secretary of State

September 14, 2005

FAX: 854782152522

SUBJECT: M ANDREW PAINTER, INC  
REF: 100000041739

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the completed document, including the electronic filing receipt.

If the name designated in your document is not a valid name since it is the same as a conflict is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. (Do not use any special characters in the name distinguishable from the name presently filed.)

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is 1000000332655.

If you have any further questions concerning your document, please call (850) 245-6522.

John Bureau  
Document Specialist  
New Filings Section

FAX: 854782152522 # 10000002218066  
Letter Number 100000056804

# THE ASSOCIATED BROTHERHOODS

FILED

SEPTEMBER 1998

ARTICLE 10 OF THE CONSTITUTION

SECRETARY'S OFFICE

## WARRANTY AND WARRANTING

The warranty and warranting of the Association is set forth in Article 10 of the Constitution and the bylaws. The warranting is set forth in Chapter 67 of the United States.

### ARTICLE 10 - WARRANTY

The warranty of the Association is set forth in Article 10 of the Constitution and the bylaws. The warranting is set forth in Chapter 67 of the United States.

### ARTICLE 11 - DURATION OF THE ASSOCIATION

The Association shall have perpetual existence and shall not be dissolved by the expiration of its term or by any other means.

### ARTICLE 12 - NATURE OF THE BUSINESS

The Association may engage in any activity or business and may hold real and personal property.

### ARTICLE 13 - CAPITALIZATION

13.1 The Association is authorized to issue 1,000 shares of \$1.00 of one class of common stock.

13.2 The shares of the Association shall have any or all of the following characteristics: (a) no par value; (b) no dividend; (c) no vote; (d) no right to elect directors; (e) no right to receive assets; (f) no right to sue; (g) no right to be heard; (h) no right to be heard; (i) no right to be heard; (j) no right to be heard; (k) no right to be heard; (l) no right to be heard; (m) no right to be heard; (n) no right to be heard; (o) no right to be heard; (p) no right to be heard; (q) no right to be heard; (r) no right to be heard; (s) no right to be heard; (t) no right to be heard; (u) no right to be heard; (v) no right to be heard; (w) no right to be heard; (x) no right to be heard; (y) no right to be heard; (z) no right to be heard.

13.3 The Board of Directors of the Association may, in its discretion, issue shares of the Association's stock to any person or entity, provided that the shares are issued for cash or other consideration and that the shares are not issued to any person or entity who is a director, officer, or employee of the Association.

13.4 The Board of Directors of the Association may, in its discretion, issue shares of the Association's stock to any person or entity, provided that the shares are issued for cash or other consideration and that the shares are not issued to any person or entity who is a director, officer, or employee of the Association.

### ARTICLE I: GENERAL PROVISIONS

#### ARTICLE I: GENERAL PROVISIONS

This certificate of incorporation is made this 1st day of January, 2004, by and between the undersigned, who are the sole incorporators of the corporation, and the State of Florida, which is the jurisdiction of the corporation.

#### ARTICLE II: PURPOSES

The purpose of the corporation is to engage in the business of providing services to the community.

#### ARTICLE III: CAPITAL STRUCTURE

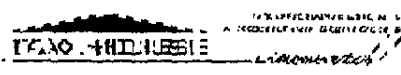
NAME	ADDRESS
John Doe Corporation 1234 Main Street, Suite 100 Miami, FL 33101	123 Main Street Miami, FL 33101

#### ARTICLE IV: MANAGEMENT

The officers and directors of the corporation shall be elected by the shareholders at the annual meeting of the corporation. The officers shall have the powers and duties specified in the bylaws of the corporation.

#### ARTICLE V: LIMITATIONS ON DIRECTOR LIABILITY

- The liability of any director of the corporation shall be limited to the extent provided in the bylaws of the corporation.
- The liability of any officer, director, or employee of the corporation shall be limited to the extent provided in the bylaws of the corporation.
- The liability of any shareholder of the corporation shall be limited to the extent provided in the bylaws of the corporation.



1. 800-354-7777  
 2. 800-354-7777  
 3. 800-354-7777  
 4. 800-354-7777  
 5. 800-354-7777  
 6. 800-354-7777  
 7. 800-354-7777  
 8. 800-354-7777  
 9. 800-354-7777  
 10. 800-354-7777

**ARTICLE ONE: GENERAL PROVISIONS**

**ARTICLE II: PURPOSE AND SCOPE OF CORPORATION**

The Corporation shall have the same powers as an individual and may do all things necessary or convenient to carry out its business and affairs, subject to any limitations imposed by the laws of the State of Florida.

**ARTICLE III: BUSINESS ADMINISTRATION**

The Corporation shall be managed by its officers and directors, or other persons authorized by law.

**ARTICLE IV: DISSOLUTION**

The Corporation may be dissolved by the affirmative vote of the holders of a majority of the outstanding shares of the Corporation entitled to vote thereon. The dissolution of the Corporation may be effected by the affirmative vote of the holders of a majority of the shares of the Corporation, or by the affirmative vote of the holders of a majority of the shares of the Corporation, or by the affirmative vote of the holders of a majority of the shares of the Corporation.

**ARTICLE V: RECORDS OF THE CORPORATION**

The Corporation shall keep the following records: (a) a list of the names and addresses of all persons who have been or may be entitled to vote in the election of directors; (b) a list of the names and addresses of all persons who have been or may be entitled to receive dividends; (c) a list of the names and addresses of all persons who have been or may be entitled to receive notice of any meeting of the Corporation; (d) a list of the names and addresses of all persons who have been or may be entitled to receive notice of any meeting of the Corporation.

**ARTICLE VI: OFFICE AND AGENTS FOR SERVICE OF PROCESS**

The principal office of the Corporation shall be at 2301 NE Suncoast Blvd., Fort Lauderdale, Florida 33304, and the agent for service of process on the Corporation shall be at the address of the Corporation.

**ARTICLE VII: AMENDMENTS**

The Board of Directors of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend, repeal, or rescind any provision of the Corporation's articles of incorporation, subject to the affirmative vote of a majority of the Board of Directors.

TELEPHONE: 954-822-2822  
FAX: 954-822-2822  
L. J. ...

1. 02/11/2006 FAX: 954-822-2822  
2. 02/11/2006 FAX: 954-822-2822  
3. 02/11/2006 FAX: 954-822-2822

### IF 0051000211:005703.5

#### ARTICLE ON THE EFFECTS OF THE DIRECTOR'S OPERATION

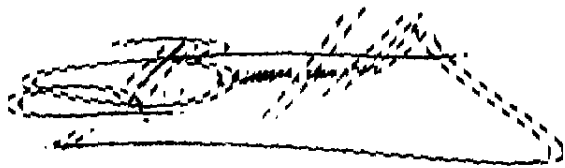
The number of Directors shall be determined immediately upon approval of the Secretary of the State of Florida.

#### ARTICLE ON THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION

The number of Directors shall increase to a minimum of five (5) and a maximum of ten (10) as determined by the stockholders. If the name(s) and address(es) of the director(s) of the initial Board of Directors is (are):

NAME	ADDRESS
Walter A. H. H. H. H.	5581 SW 1st Ave. Ft. Lauderdale, FL 33309

IN WITNESS WHEREOF, the undersigned being the originals subscribers to the capital stock hereinafter named do hereby express and signify, accept and assent to the State of Florida, under the laws of the State of Florida, that they have made and filed these Articles of Incorporation, their signatures being affixed to the same, and that they have also signed the same in the number of shares of stock they are to receive in the said stock, to-wit: 100,000.



Walter A. H. H. H.  
Secretary of the Corporation

IF 0051000211:005703.5

1 X212 25010101 1-10-1991 10:00 AM 1331:00 1  
 2 X212 25010101 1-10-1991 10:00 AM 1331:00 2  
 3 X212 25010101 1-10-1991 10:00 AM 1331:00 3  
 4 X212 25010101 1-10-1991 10:00 AM 1331:00 4  
 5 X212 25010101 1-10-1991 10:00 AM 1331:00 5

1-10050000211005653

FILED

1998 SEP 10 11 30 AM '98

REGISTRY

CERTIFICATE OF INCORPORATION OF THE CORPORATION OF THE STATE OF TEXAS

THIS IS A TRUE AND CORRECT COPY OF THE ARTICLES OF INCORPORATION OF THE CORPORATION OF THE STATE OF TEXAS AS FILED WITH THE SECRETARY OF STATE OF TEXAS ON SEPTEMBER TEN, NINETEEN NINETY EIGHT AT DALLAS, TEXAS.

- 1. The name of the corporation is WALTER ANDY THE ARTIST, INC.
2. The name and address of the registered agent is

WALTER ANDY THE ARTIST, INC.
Registered Agent

1251 West Loop West,
Dallas, Texas

Organization No. 1833964
(Cert. No. 210)

Having filed with the Secretary of State of Texas a copy of the articles of incorporation of the corporation and having received from the Secretary of State of Texas a certificate of incorporation of the corporation, I hereby certify that the corporation is duly organized and is authorized to do business in the State of Texas.

[Handwritten signature]

James H. Jones, Secretary of State

September 10, 1998

