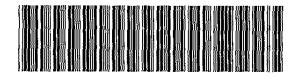
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

OF

THE PAINT STORE OF ST. AUGUSTINE, INC.

The undersigned, acting hereby as Incorporator for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit, pursuant to Chapter 607, Florida Statutes, and other applicable law, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be THE PAINT STORE OF ST. AUGUSTINE, INC.

ARTICLE II

The street address of the principal place of business of this corporation is hereby designated to be 3670 U. S. 1 South, No. 130, St. Augustine, FL, 32086, and the and the registered office of this corporation is hereby designated to be 5473 Cypress Links Boulevard, Elkton, FL, 32033. The principal place of business and registered office may be changed in accordance with the By-Laws of the corporation or by appropriate action of the Board of Directors. The initial Registered Agent of this corporation whose business office is the same as the registered office is hereby designated to be CHARLES E. PELLICER.

ARTICLE III

The corporation may transact any and all lawful business for which corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The corporation may in its by-laws make any other provisions or requirements for the management or conduct of the business of the corporation, provided the same is not inconsistent with the provisions of this certificate, or contrary to the laws of this State or of the United States provisions or requirements for the management or conduct of the business of the corporation, provided the same is not inconsistent with the provisions of this certificate, or contrary to the laws of this State or of the United States.

ARTICLE V

The aggregate number of shares which this corporation has authority to issue is 1,000, all of which shall be common shares with par value of ONE DOLLAR (\$1.00) per share.

ARTICLE VI

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VII

This corporation shall initially have two directors. The number of directors may be increased from time to time in accordance with the provisions of the corporation by-laws adopted by the stockholders. The names and addresses of the Directors are:

NAME	ADDRESS
Deborah Kniceley	5473 Cypress Links Boulevard Elkton, FL 32033
Philip Kniceley	5473 Cypress Links Boulevard Elkton, FL 32033

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ARTICLE VIII

This corporation shall have two officers, President/Director and Secretary/Treasurer. The officers of this corporation need not be stockholders.

ARTICLE IX

The name and address of the incorporator is:

Charles E. Pellicer 28 Cordova Street St. Augustine, FL 32084

their free act and deed, for the uses and purposes therein set forth.

ARTICLE X

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

CHARLES E. PELLICER

STATE OF FLORIDA COUNTY OF ST. JOHNS

I, the undersigned, an officer authorized to administer oaths and take acknowledgments in and for the State of Florida, do hereby certify that on the _____ day of FEBRUARY, 2006, personally came before me, CHARLES E. PELLICER, and signed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same as his free act and deed, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at St. Augustine, St. Johns County, Florida, the day and year afforesaid.

Personally known
Produced ID:

NAME: Notary Public State of Florida at Large



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That **DEBORAH KNICELEY**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of St. Augustine, County of St. Johns, State of Florida, has named CHARLES E. PELLICER, located at 28 Cordova Street, P.O. Drawer 2230, St. Augustine 32085, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

CHARLES E. PELLICER

Registered Agent

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