

FEB 17 2006 10:46AM

CAPITAL CONNECTION

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From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
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FLORIDA PROFIT/NON PROFIT CORPORATION

Changes In Color, Inc.

Certificate of Status	0
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CAPITAL CONNECTION

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**ARTICLES OF INCORPORATION
OF
CHANGES IN COLOR, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: Changes In Color, Inc.

ARTICLE II

The existence of the Corporation shall begin on: February 17, 2006

ARTICLE III

The street address of the principal office of the Corporation is: 501 Centre Street, Suite 123, Fernandina Beach, Florida 32034.

The mailing address of the Corporation is: 1341 Plum Drive East, Fernandina Beach, Florida.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 250, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is: 501 Centre Street, Suite 123, Fernandina Beach, Florida, 32034. The initial registered agent for the Corporation at that address is: Lanny M. Rauer.

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names	Addresses
Joseph M. Roberts	1341 Plum Drive East Fernandina Beach, FL 32034
Mary E. Roberts	1341 Plum Drive East Fernandina Beach, FL 32034

ARTICLE VII

The name and address of the initial officers of the corporation and their street address is as follows:
Mary E. Roberts P,S,T

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1341 Plum Drive East
Fernandina Beach, FL 32034

Joseph M. Roberts
1341 Plum Drive East
Fernandina Beach, FL 32034

VP

ARTICLE VIII

The name and street address of the person signing these articles of incorporation is:

Name

Address

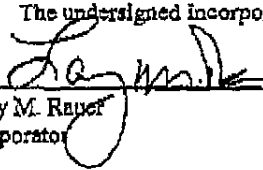
Lanny M. Rauer

501 Centre Street, Suite 123
Fernandina Beach, FL 32034

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation.

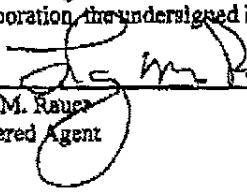

Lanny M. Rauer
Incorporator

Date

2/17/06

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Changes In Color, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Lanny M. Rauer
Registered Agent

Date

2/17/06

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Changes In Color, Inc.**
2. The name and address of the registered agent and office is:

Lanny M. Rauer
501 Centre Street, Suite 123
Fernandina Beach, Florida 32034

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Lanny M. Rauer

February 17, 2006

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