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# LARRY T. GRIGGS ATTORNEY AT LAW, P.A.

1301 PLANTATION ISLAND DR. S. STE. 202B ST. AUGUSTINE, FLORIDA 32080

> TELEPHONE (904) 471-5204 FAX (904) 460-7248

June 6, 2006

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

RE: incorporation of DEE'S DECORATING, INC.

#### Gentlemen:

Enclosed herewith please find Articles of Incorporation of DEE'S DECORATING, INC. and a check payable to your office for the sum of \$78.75. Once the Articles are filed please mail me a certified copy.

Please contact me if you have any questions or if I may be of further assistance.

LTG/klm

Enclosures: Articles of Incorporation, check

# ARTICLES OF INCORPORATION 0F DEE'S DECORATING, INC.

FILED
06 JUN 12 PM 2: 13

The undersigned incorporator files these Articles of Incorporation/in/order to form a corporation under the Florida General Corporation Act.

# **ARTICLE I**

#### **NAME**

The name of the corporation is "DEE'S DECORATING, INC."

# **ARTICLE II**

# **DURATION OF THE CORPORATION**

This corporation shall exist perpetually unless dissolved according to law.

# ARTICLE III

# **CORPORATE PURPOSE**

The purpose of this corporation is to engage in the business of decorating and such other business activities as are necessary or incidental to the operation of the business, or any other lawful business.

#### **ARTICLE IV**

#### **AUTHORIZED STOCK**

The authorized stock of this corporation shall consist of 100 common shares at \$1.00 par value per share.

# ARTICLE V

# PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is 148 La Mesa Drive, St. Augustine, Florida 32095.

#### ARTICLE VI

#### REGISTERED AGENT AND REGISTERED OFFICE

Dee C. Staver shall be the initial registered agent to accept service of process within this State and the initial registered office shall be 148 La Mesa Drive, St. Augustine, Florida 32095.

#### ARTICLE VII

## **DIRECTORS**

The number of directors constituting the initial board of directors is one (1). The number of directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one (1) nor more than six (6). The names and addresses of the initial directors, who shall hold office until their successors are elected and have qualified are as follows:

DEE C. STAVER 148 La Mesa Drive St. Augustine, Florida 32095

# <u>ARTICLE VI</u>II

#### **INDEMNIFICATION**

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified by the corporation against any and all claims and liabilities to which he or she has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses reasonably incurred by him or her in connection with any such claim or liability, provided, however, that no such person shall be indemnified against, or be reimbursed for any expense incurred in connection with, any claim or liability arising out of his or her own

willful misconduct or gross negligence.

The amount paid to any officer or director by way of indemnification shall not exceed his or her actual, reasonable, and necessary expenses incurred in connection with the matter involved, and such additional amount as may be fixed by the board of directors, who shall be shareholders of the corporation but not officers or directors, and any determination so made shall be prima facie evidence of the reasonableness of the amount fixed.

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any director or officer of the corporation my otherwise be entitled by law.

#### **ARTICLE IX**

## **AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, manifesting their intention that a certain amendment to the Articles of Incorporation be made.

WHEREOF, I have hereto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this \_\_\_\_\_ day of June, 2006.

Dée C. Staver Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Dee C. Staver, having been named as registered agent of DEE'S DECORATING,

INC. to accept service of process for the above-stated corporation at the place designated in this certificate, 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 and I accept the duties and obligations of registered agent for said corporation in accordance with Florida law.

Dated June <u>6</u>, 2006.

Dee C. Staver

Registered Agent/Incorporator

148 Las Mesa Drive

St. Augustine, Florida 32095

STATE OF FLORIDA COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me this \_\_\_\_ day of June, 2006 by Dee C. Staver who produced a Florida drivers license and did/did not take an oath.

Ellen Lanelle Notary Public



