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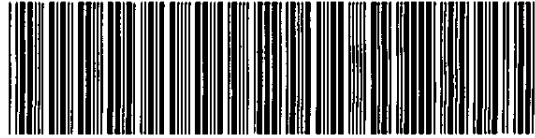
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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10/05/09

LAW OFFICE
JEFFREY A. NUSSBAUM P.A.

4800 SW 64th AVENUE
SUITE 103
DAVIE, FL 33314

TELEPHONE (954) 463-5330
FACSIMILE (954) 463-5358
EMAIL: JNussbaum@JNussbaumPA.com

September 24, 2009

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: **Brush Studio Inc.**

Dear Sir or Madam:

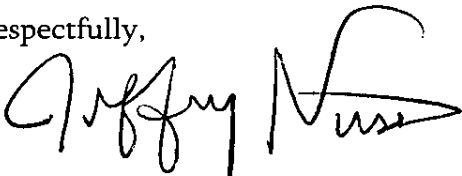
Enclosed herewith please find the following:

- ☒ Articles of Incorporation
- ☒ Certificate of Designation of Registered Agent
- ☒ Self Addressed Stamped Envelope
- ☒ Check in the amount of \$78.75

The above items are being forwarded to you pursuant to Florida Statute for filing the above referenced corporation.

Thank you very much for your time and consideration of this matter. Please feel free to call me if you have any questions.

Respectfully,



Jeffrey A. Nussbaum, Esquire

JAN/hs

Enclosures

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ARTICLES OF INCORPORATION

OF

Brush Studio Inc.

(a Florida Corporation)

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The undersigned, acting as incorporator of **Brush Studio Inc.**, proceeds to form a corporation under the Florida General Corporation Act, and adopts the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME

The name of this corporation is **Brush Studio Inc.**

ARTICLE II. STREET AND MAILING ADDRESS OF PRINCIPAL OFFICE

The street and mailing address of the initial principal office is:

5802 SW 118th Avenue, Cooper City, FL 33330.

ARTICLE III. CAPITAL STOCK (authorized shares)

1. The maximum number of shares that the Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or in other property, tangible or intangible, or in labor or services actually performed for the Corporation with a value, in the judgment of the Directors equivalent to or greater than the full par value of the shares.

2. A shareholder shall be entitled to one (1) vote per common share on each matter submitted to a vote at a shareholder's meeting. In the event of a dissolution of the Corporation, a shareholder shall be entitled to receive his or her proportionate share of the net assets of the Corporation based on a ratio of the shareholder's number of common shares to the total number of issued and outstanding shares.

3. No shareholder of the Corporation shall enter into a voting trust or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his or her shares.

ARTICLE IV. PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in cash of any new stock of this Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase a pro rata share thereof (as nearly but not over as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

5802 SW 118th Avenue, Cooper City, FL 33330

and the name of the initial Registered Agent of this corporation at the above address is:

Jyll Kauffman

The Board of Directors may, at any time, change either the registered office to any other address in Florida or the registered agent.

ARTICLE VI. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

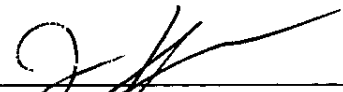
NAME

ADDRESS

Jyll Kauffman

5802 SW 118th Avenue, Cooper City, FL 33330

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 24th day of September 2009.

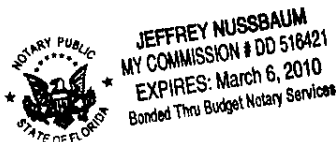


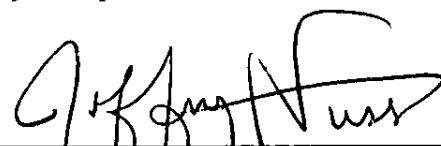
Jyll Kauffman, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 24th day of September, 2009.





NOTARY PUBLIC, STATE OF FLORIDA

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute §607.0501(3), 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:

The name of the Corporation is:

Brush Studio

The name of the Registered Agent is:

Jyll Kauffman

The address of the Registered Agent/registered office is:

5802 SW 118th Avenue, Cooper City, FL 33330

ACCEPTANCE

Having been named as Registered Agent to accept service of process for Applied Imagination Incorporated, at the place designated in the forgoing Articles of Incorporation, I hereby accept this appointment and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Jyll Kauffman, Registered Agent

Date: 09.29.09

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