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JAY E. KAUFFMAN, P.A.

ATTORNEY AT LAW 12823 80TH AVENUE NORTH SEMINOLE, FL 34646 (813) 381-5999



February 22, 1995

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32301 400001415454 -02/27/35--01084--024 ****122.50 ****122.50

Reference:

SKYLAND PAINTS, INC.

Enclosed are the Articles of Incorporation for the above referenced corporation and our check in the amount of \$ 122.50 to cover the following:

State Charter Fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent Fee	35.00

We would appreciate your filing the Articles, certifying them to us as the Articles of Incorporation and returning them to us,

Sincerely,

Jay E. Kauffman

ARTICLES OF INCORPORATION

OF

SKYLAND PAINTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: SKYLAND PAINTS, INC. The address of the principal office of this corporation shall be 12208 2nd Street East, Treasure Island, Florida 33706, and the mailing address of the corporation shall P.O. Box 67123, St. Petersburg, Florida 33736.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 5999 Central Avenue, Suite 203, St.

Petersburg, Florida 33710, and the name of the initial registered agent of the corporation at that address is Jay E. Kauffman.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation.

This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Stuart A. Bush P.O. Box 67123

St. Petersburg, Florida 33736

Joanne Bush P.O. Box 67123

St. Petersburg, Florida 33736

Keri Guerrieri P.O. Box 67123

St. Petersburg, Florida 33736

Steven Guerrieri P.O. Box 67123

St. Petersburg, Florida 33736

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold offices for the first year of the corporation, or until their successors are elected or appointed are:

President - Keri Guerrieri P.O. Box 67123

St. Petersburg, Florida 33736

Vice-President - Stuart A. Bush P.O. Box 67123

St. Petersburg, Florida 33736

Secretary/Treasurer - Joanne Bush P.O. Box 67123

St. Petersburg, Florida 33736

ARTICLE VIII - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX - SPECIAL PROVISIONS

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code. It is also the intent of the corporation that it shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Jay E Kauffman 5999 Central Avenue, Suite 203
St. Petersburg, Florida 33710

IN WITNESS HEREOF, the undersigned has set his hand and seal on February 23, 1995.

ACCEPTANCE OF REGISTERED AGENT DESIGNATION IN ARTICLES OF AUCORPORATION

Jay E. Kauffman, who maintains an office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505 of the Florida Statutes.

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ATTORNEY AT LAW 12823 80TH AVENUE NORTH SEMINOLE, FL 34646 (813) 381-5999

January 4, 1996

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32314

500001689315 -01/16/96--01030--001 *****43,75 *****43,75

Re: SKYLAND PAINTS, INC.

Gentlemen:

Enclosed is an amendment to the Articles of Incorporation for the above-referenced corporation and our check in the amount of \$43.75 to cover the following:

Filing fee Certificate of Status \$35.00 \$ 8.75

We would appreciate your filing the amendment.

Sincerely,

Jay . Kauffman

JEK/kh enclosures

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dment.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF SKYLAND PAINTS, INC.

SKYLAND PAINTS, INC., a Florida Corporation, hereby amends its Articles of Incorporation, as originally filed.

IN WITNESS WHEREOF, SKYLAND PAINTS, INC. causes these Amendments of Articles of Incorporation to be executed by Joann E. Bush, its President, its corporate seal to be affixed this _____ day of January, 1996.

The attached Amendments were adopted by all the shareholders and directors of the corporation on this day of January, 1996.

SKYLAND PAINTS, INC.

Joann E.

President

CONSENT TO CORPORATE ACTION

We, being all the directors and stockholders of SKYLAND PAINTS, INC. do hereby consent to the following corporate action:

Restatement of Article I of the Articles of Incorporation to read as follows:

The name of the corporation shall be:

FLYING B RANCH, INC.

The address of the principal office of this corporation shall be 12208 2nd Street East, Treasure Island, Florida 33706, and the mailing address shall be the same.