# Tuto Painting, Inc.

417 E. Virginia St., Suite Tallahassee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum

BALANCE DUE.....

THANK YOU from Your Capital Connection TUTEN PAINTING, INC.

ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATOR OF THESE ARTICLES OF INCOR-PORATION IS A NATURAL PERSON COMPETENT TO CONTRACT AND HEREBY FORMS A CORPORATION FOR PROFIT UNDER THE GENERAL CORPORATION ACT AND OTHER LAWS OF THE STATE OF FLORIDA.

#### ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS TUTEN PAINTING, INC.

#### ARTICLE II. DURATION

THIS CORPORATION IS TO EXIST PERPETUALLY.

#### ARTICLE III. PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFUL BUSINESS.

#### ARTICLE IV. CORPORATION POWERS

THIS CORPORATION SHALL HAVE THE POWER TO DO ANYTHING
NECESSARY AND PROPER FOR THE ACCOMPLISHMENT OR FURTHERANCE
OF ANY PURPOSES OR OBJECTS OF THIS CORPORATION ENUMERATED IN
THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT THEREOF,
NECESSARY OR INCIDENTAL TO THE ACCOMPLISHMENT OR FURTHERANCE
OF THE PURPOSES OR OBJECTS OF THIS CORPORATION AND TO HAVE,
IN FURTHERANCE OF THE CORPORATE PURPOSE, ALL OF THE POWERS
CONFERRED UPON CORPORATIONS ORGANIZED UNDER THE FLORIDA
GENERAL CORPORATION ACT.

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#### ARTICLE V. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO ISSUE IS 100 SHARES OF COMMON STOCK HAVING A PAR VALUE OF \$ 1.00 PER SHARE. THE BOARD OF DIRECTORS IS AUTHORIZED TO ISSUE "SECTION 1244 STOCK" AS DEFINED BY SECTION 1244 OF THE INTERNAL REVENUE CODE.

# ARTICLE VI. INITIAL PRINCIPAL OFFICE. REGISTERED OFFICE AND AGENT

THE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IS 843 MARY STREET, FERNANDINA BEACH, FL 32034; THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 843 MARY STREET, FERNANDINA BEACH, FL 32034; AND THE NAME OF THE INITIAL REGISTERED AGENT AT THAT ADDRESS IS FRANK TUTEN THE STOCKHOLDERS SHALL HAVE THE POWER TO ESTABLISH BRANCH OFFICES, AND TO MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

#### ARTICLE VII. INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS:

#### FRANK TUTEN

#### 843 MAKY STREET

## FERNANDINA BEACH, FL 32034

ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE

AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPOR
ATION SHALL BE MANAGED UNDER THE DIRECTION OF, THE SHARE
HOLDERS OF THIS CORPORATION.

# ARTICLE IX. CALLING OF SPECIAL HEETINGS

SPECIAL MEETINGS OF SHAREHOLDERS OF THIS CORPORATION SHALL HAVE THE SOLE POWER TO ADOPT, AMEND OR REPEAL BY-LAWS FOR THE MANAGEMENT OF THIS CORPORATION, AND THE DUTIES OF THE OFFICERS SHALL BE PRESCRIBED BY SUCH BY-LAWS.

# ARTICLE X. INITIAL DIRECTORS

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION ARE:

1> FRANK TUTEN: 843 MARY STREET

FERNANDINA BEACH, FL 32034

# ARTICLE XI. INITIAL OFFICERS AND SUBSCRIBERS

THE NAMES AND POST OFFICE ADDRESSES OF THE OFFICERS WHO ARE TO SERVE UNTIL THE FIRST ELECTION UNDER THE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

PRESIDENT: FRANK TUTEN: 843 MARY STREET

FERNANDINA BEACH, FL 32034

#### ARTICLE XII. AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON MARCH 7, 1995.

FRANK TUTEN

STATE OF FLORIDA COUNTY OF DUVAL

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED FRANK TUTEN TO ME KNOWN AND KNOWN TO BE THE PERSON DESCRIBED AS THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAID ARTICLES OF INCORPORATION FOR THE USES AND PURPOSES THEREIN SET FORTH AND EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND OFFICIAL SEAL AT FERNANDINA BEACH, FLORIDA, THIS \_\_\_\_\_\_ DAY OF

1995.

NOTARY PUBLIC, STATE OF FLORIDA

commission expires: 102398

STEPHEN E. TRAMAN
My Comm Exp. 10/23/96
PURLIC PROBLET
No. CO115357

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 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST, THAT TUTEN PAINTING, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF FERNANDINA BEACH, FL, HAS NAMED:

FRANK TUTEN

LOCATED AT:

#### 843 MARY STREET

### FERNANDINA BEACH, FL 32034

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

#### <u>ACKNOWLEDGMENT</u>

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFI-CATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY.

FRANK TUTEN

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