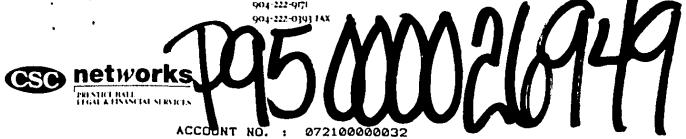
LOGI HAYS STREET TALLAHASSLE, FL 32301 904-222-9171

800-342-8085



REFERENCE: 572513

816354

AUTHORIZATION :

COST LIMIT : 9

ORDER DATE: April 5, 1995

ORDER TIME : 10:50 AM

ORDER NO. : 572513

600001447956

CUSTOMER NO:

81635A

CUSTOMER: John P. Cullem, Esq

JOHN P. CULLEM, ESQ

856 Second Avenue, North

St. Petersburg, FL 33701

DOMESTIC FILING

NAME:

CREATIVE PAINT CENTER, INC.

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

T. BROWN APR - 5 1995

ARTICLES OF INCORPORATION

OF

CREATIVE PAINT CENTER. INC.

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

ARTICLE I

The name of the corporation shall be:

CREATIVE PAINT CENTER, INC.

The address of the principal office of this corporation shall be 5231 5th Avenue South, St. Petersburg, Florida 33707, and the mailing address of the corporation shall be the same.

ARTICLE_II

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

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$1.00 par value per share.

ARTICLE IV

The street address of the initial registered office of the corporation shall be 5231 5th Avenue South, St. Petersburg, Florida 33707, and the name of the initial registered agent of the corporation at the address is Roger G. Owens.

ARTICLE V

This corporation is to exist perpetually.

95 APR S MILED
TALLAMASSEE POSTE

ARTICLE VI

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial directors of this corporation are:

Roger G. Owens 5231 5th Avenue South St. Petersburg, Florida 33707

Betty A. Owens 5231 5th Avenue South St. Petersburg, Florida 33707

ARTICLE VII

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

Roger G. Owens 5231 5th Avenue South St. Petersburg, Florida 33707

ARTICLE VIII

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

Roger G. Owens
President/Treasurer

5231 5th Avenue South St. Petersburg, FL 33707

Betty A. Owens Vice President/Secretary 5231 5th Avenue South St. Petersburg, FL 33707

ARTICLE IX

Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purpose as they may deem necessary from time to time.

Section 2. Upon proper notice, the By-Laws may be amended, altered or rescinded by majority vote of those members or the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE X

Shares of capital stock of this corporation shall be issued initially to the following person and in the amounts set opposite hip name:

Roger G. Owens and Betty A. Owens JTWROS 100 shares Shares shall be held by the initial shareholder listed above and may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XI

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided in the By-laws.

That this domestic corporation intends to issue section 1244 stock and intends to comply with all applicable rules and

regulations relating to small business corporations as set forth in the Internal Revenue Code section 1244.

ARTICLE XII

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Corporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 4th day of April, 1995.

ROGER G. OWENS -Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 4th day of April, 1995, by ROGER G. OWENS who is personally known to me or who has produced INTIME DIV. W.C. D SLD - 121-40-095-D as identification and who did take an oath.

SWORN TO and subscribed before me, this 4th day of April, 1995.

NOTARY PUBLIC, State of Florida

Name:

My Commission Ex

SUSAN R. MURPHY
MY COMMISSION & CC 227877 EXPIRES
September 14, 1995
BONDED THRU THOY FAM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING MENT UPON WHOM PROCESS MAY BE SEE

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE FOLLOWING IS SUBMITTED:

That CREATIVE PAINT CENTER, INC., desiring to organize or qualify under the laws of the State of Florida, within its principal place of business at the City of St. Petersburg, State of Florida, has named Roger G. Owens, located at 5231 5th Avenue South, St. Petersburg, Florida 33707, as its agent to accept service of process within Florida.

SIGNATURE	Boye J. H. Our
TITLE	Quedinis
DATE	4/4/1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

SIGNATURE Resident Agent) DATE 4/4/1995