

P95000035815

R.G. YOUNG  
481 LAKESHORE DR.  
LAKE MARY, FL. 32746

APRIL 28, 1995

SECRETARY OF STATE  
BUREAU OF CORPORATE RECORDS  
PO BOX 6327  
TALAHASSEE, FL. 32314

ATTN: CORPORATIONS DIVISION  
RE: J & M PAINTING, INC.  
EFFECTIVE DATE: DATE OF FILING

4000001473674  
-05/03/95--01121--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DEAR SIR:

ENCLOSED ARE THE ORIGINAL AND A DUPLICATE COPY OF  
THE ARTICLES OF INCORPORATION OF THIS PROPOSED CORPOR-  
ATION.

THE DUPLICATE COPY HAS BEEN SUBSCRIBED AND ACKNOW-  
LEDGED BY THE SUBSCRIBER IN THE SAME MANNER AS THE ORIG-  
INAL. PLEASE ENDORSE YOUR APPROVAL OF THE ARTICLES OF IN-  
CORPORATION ON THE DUPLICATE COPY AND RETURN IT TO ME.

ALSO ENCLOSED IS A CERTIFICATE DESIGNATING PLACE  
OF BUSINESS OR DOMICLE FOR SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

A CHECK IS ALSO ENCLOSED IN THE TOTAL AMOUNT OF  
\$ 70.00 TO COVER THE \$35.00 FILING FEE AND THE \$35.00 FEE FOR  
DESIGNATION OF REGISTERED AGENT.

SINCERELY;

*Ronald G. Young*  
RONALD G. YOUNG

ENCLOSURES

*SD*

ARTICLES OF INCORPORATION

OF

J & M PAINTING, INC.

ARTICLE I-NAME

THE NAME OF THIS COPORATION IS J & M PAINTING, INC.,  
LOCATED AT 4842 BEACON STREET, ORLANDO, FLORIDA 32808.

ARTICLE II- DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING  
ON THE DATE OF FILING THESE ARTICLES WITH THE SECRETARY OF  
STATE.

ARTICLE III- PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANS-  
ACTING ANY OR ALL LAWFUL BUSINESS FOR WHICH CORPORAT-  
IONS MAY BE INCORPORATED UNDER CHAPTER 607, FLORIDA STAT-  
UTES.

ARTICLE IV- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 7,500 SHARES OF  
\$1.00 PAR VALUE COMMON STOCK.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF  
THIS CORPORATION SHALL BE:

4842 BEACON ST.  
ORLANDO, FL. 32808

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORP-  
ORATION AT THAT ADDRESS SHALL BE:

FRANCES BAUGH

FILED  
1975 MAY -2 PM 3:21  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF ORANGE  
FLORIDA

**ARTICLE VI- INITIAL BOARD OF DIRECTORS AND OFFICERS**

A. THIS CORPORATION SHALL HAVE THREE (3) DIRECTORS INITIALLY. THIS NUMBER OF DIRECTORS MAY EITHER BE INCREASED OR DECREASED FROM TIME TO TIME BY THE BY-LAWS BUT SHALL NEVER BE LESS THAN TWO.

B. THE NAME AND ADDRESS OF THE INITIAL DIRECTORS AND OFFICERS OF THIS CORPORATION ARE AS FOLLOWS:

| NAME           | ADDRESS  | OFFICE                               |
|----------------|--|--------------------------------------|
| JAMES S. BAUGH | 4842 BEACON ST.<br>ORLANDO, FL. 32808            | PRESIDENT/<br>DIRECTOR               |
| MARK COOLEY    | 4420 MARTINS WAY<br>APT. C<br>ORLANDO, FL. 32808 | VICE PRESIDENT/<br>DIRECTOR          |
| FRANCES BAUGH  | 4842 BEACON ST.<br>ORLANDO, FL. 32808            | SECRETARY/<br>TREASURER/<br>DIRECTOR |

**ARTICLE VII- INCORPORATOR**

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

| NAME          | ADDRESS                               |
|---------------|---------------------------------------|
| FRANCES BAUGH | 4842 BEACON ST.<br>ORLANDO, FL. 32808 |

**ARTICLE VIII- BY-LAWS**

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

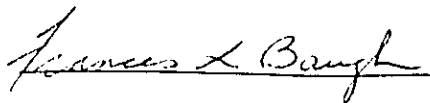
**ARTICLE-IX- PRE-EMPTIVE RIGHTS**

EACH SHAREHOLDER OF THIS CORPORATION SHALL HAVE THE FIRST RIGHT TO PURCHASE SHARES (AND SECURITIES CONVERTIBLE INTO SHARES) OF ANY CLASS, KIND OR SERIES OF STOCK IN THIS CORPORATION THAT MAY FROM TIME TO TIME BE ISSUED (WHETHER OR NOT PRESENTLY AUTHORIZED), INCLUDING SHARES FROM THE TREASURY OF THIS CORPORATION, IN THE RATIO THAT THE NUMBER OF SHARES HE OR SHE HOLDS AT THE TIME OF ISSUE BEARS TO THE TOTAL NUMBER OF SHARES OUTSTANDING, EXCLUSIVE OF TREASURY SHARES. THIS RIGHT SHALL BE DEEMED WAIVED BY ANY SHAREHOLDER WHO DOES NOT EXERCISE IT AND PAY FOR THE SHARES PREEMPTED WITH THIRTY (30) DAYS OF RECEIPT OF NOTICE IN WRITING FROM THE CORPORATION, STATING THE PRICES, TERMS AND CONDITIONS OF THE ISSUE OF SHARES, AND INVITING HIM OR HER TO EXERCISE THEIR PREEMPTIVE RIGHTS. THIS RIGHT MAY ALSO BE WAIVED BY AFFIRMATIVE WRITTEN WAIVER SUBMITTED BY THE SHAREHOLDER TO THE CORPORATION WITHIN THIRTY (30) DAYS OF RECEIPT OF NOTICE FROM THE CORPORATION.

#### ARTICLE X- AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE  
UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES  
OF INCORPORATION THIS 28<sup>th</sup> DAY OF April, 1995.



FRANCES L. BAUGH

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY  
APPEARED FRANCES L. BAUGH, KNOWN TO ME TO BE THE INDIVID-  
UAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES  
OF INCORPORATION, AND SHE ACKNOWLEDGED THAT SHE SUB-  
SCRIBED THE SAID INSTRUMENT FOR THE USES AND PURPOSES SET  
FORTH THEREIN.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND  
STATE LAST AFORESAID THIS 28<sup>th</sup> DAY OF April,  
1995.



*Janet M. Eddington*  
NOTARY PUBLIC *Janet M. Eddington*

MY COMMISSION EXPIRES: June 10, 1997

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 CHAPTER 48-901, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST ---- THAT J & M PAINTING INC., DESIRING TO ORGANIZE  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS REGIST-  
ERED OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION  
AT CITY OF ORLANDO, COUNTY OF ORANGE, STATE OF FLORIDA,  
HAS NAMED FRANCES L. BAUGH, LOCATED AT 4842 BEACON ST.,  
CITY OF ORLANDO, COUNTY OF ORANGE, STATE OF FLORIDA, AS  
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR  
THE ABOVE STATED CORPORATION AT PLACE DESIGNATED IN  
THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THAT CAPACITY  
AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT  
RELATIVE TO KEEPING OPEN SAID OFFICE.

BY: Frances L. Baugh  
FRANCES L. BAUGH