

SHARON D. MCINTYRE
ATTORNEY AND COUNSELOR AT LAW

P95000038749

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May 11, 1995

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*****70.00 *****70.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Dyal Paints, Contractors, Inc.

Gentlemen:

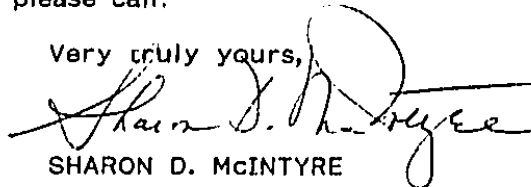
Enclosed please find the original and one (1) copy of the Articles of Incorporation regarding the above-captioned matter.

I have also enclosed my check in the amount of \$70.00 representing filing fees due with respect to this corporation.

Please provide the undersigned with a conformed copy of the Articles of Incorporation upon filing of same.

If you have any questions, please call.

Very truly yours,


SHARON D. MCINTYRE

SDM:dk
Enclosures

DMC 5/16/95

FILED
95 MAY 15 PM 2:25
DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DYAL PAINTING CONTRACTORS, INC.

FILED

95 MAY 15 PM 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME

The name of this corporation shall be: DYAL PAINTING CONTRACTORS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business of this corporation will be to transact any or all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is One Hundred (100) shares with no par value, all of which shall be common stock and shall be fully paid and nonassessable. All such stock shall be payable in cash, property, labor, or services at a just value to be fixed by the Stockholders at a meeting called for that purpose.

ARTICLE IV. AMOUNT OF CAPITAL STOCK WITH WHICH TO BEGIN BUSINESS

The amount of capital with which this corporation shall begin business is One Hundred (\$500.00) Dollars.

ARTICLE V. PRINCIPAL AND REGISTERED OFFICES AND REGISTERED AGENT

The mailing address of the Corporation is 4612 Lewis Avenue, Sebring, Florida 33872, and the physical address of the principal place of business of the Corporation is 4612 Lewis Avenue, Sebring, FL 33872.

The street address of the initial registered office of the Corporation is 4612 Lewis Avenue, Sebring, FL 33872, and the name of the initial registered agent at that address is DONALD O. DYAL.

ARTICLE VI. MANAGEMENT

The business of the Corporation shall be managed by the Stockholders rather than a Board of Directors.

ARTICLE VII. CORPORATE EXISTENCE

This corporation shall commence its existence upon filing of these Articles in the office of the Secretary of State for the State of Florida, and shall have perpetual existence.

ARTICLE VIII. INITIAL OFFICERS

The names and post office addresses of the first officers, who, subject to the provisions of this Certificate, the By-Laws of this corporation and the statutes made and provided, shall hold office for the first year of the corporation's existence or until their successors are elected and qualified, are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	BENNY O. DYAL	4612 Lewis Avenue Sebring, FL 33872
Secretary/Treas.	EVELYN G. DYAL	4612 Lewis Avenue Sebring, FL 33872
Vice President	DONALD O. DYAL	4307 Lewis Avenue Sebring, FL 33872

ARTICLE IX. SUBSCRIBERS

The names and post office addresses of the subscribers, and the number of shares they agrees to take, is as follows:

<u># of Shares</u>	<u>Name</u>	<u>Address</u>
25	BENNY O. DYAL and EVELYN G. DYAL	4612 Lewis Avenue Sebring, FL 33872
25	DONALD O. DYAL	4307 Lewis Avenue Sebring, FL 33872

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. ADDITIONAL POWERS

In addition to the powers herein above enumerated, the corporation shall have all of the general and additional powers set forth in the Florida General Corporation Act, without limitation; the expressed powers herein set forth shall not be deemed a limitation or denial of such general or additional powers.


ARTICLE XII. TAX SAVING ELECTION AND LOSS TREATMENT

The Stockholders of this corporation may elect to be treated as a small business corporation under Section 1372, Internal Revenue Code, and report on their personal income tax returns dividends paid to them from the corporation's income, whether it be income payable as dividends or liquidation distribution. The Stockholders may additionally elect to adopt a resolution permitting tax loss treatment under Section 1244 of the Internal Revenue Code.

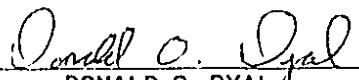
ARTICLE XIII. LIABILITY

The private property of the Stockholders shall not be subject to payment of corporate debts to any extent whatsoever.

IN WITNESS WHEREOF, We have subscribed our names this 11th day of May, 1995.


BENNY O. DYAL


EVELYN G. DYAL


DONALD O. DYAL

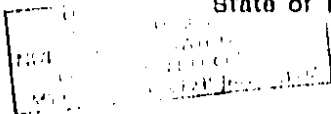
STATE OF FLORIDA)
COUNTY OF HIGHLANDS)

The foregoing instrument was acknowledged before me this 11th day of May, 1995, by BENNY O. DYAL, EVELYN G. DYAL, and DONALD O. DYAL, who are

personally known to me and who did not take an oath.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in these Articles, I hereby agree to act in this capacity, and further agree to comply with the provision of said Act relative to keeping open said office.


DONALD O. DYAL
as Registered Agent