

**P95000042862**

TO: DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
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(((H95000006124))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: CLASS ACT PAINTING & DECORATING, INC.  
FAX AUDIT NUMBER: H95000006124 CURRENT STATUS: REQUESTED  
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TO

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Morlham  
Secretary of State

June 2, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CLASS ACT PAINTING & DECORATING, INC.  
REF: W95000011372

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please provide the name and address of the incorporator.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H95000006124  
Letter Number: 195A00027531

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
CLASS ACT PAINTING & DECORATING, INC.

THE UNDERSIGNED subscriber to these Articles of Incorporation, being the natural person competent to contract, hereby associate him to form a corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this corporation shall be CLASS ACT PAINTING & DECORATING, INC.

ARTICLE II  
NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III  
CAPITAL STOCK

The aggregate number of shares of capital stock which the corporation has authority to issue is 100 shares, all of which shall be common stock with a par value of \$5.00 per share.

CRAIG D. SAVAGE, ESQ.  
801 NE 167th Street, #302A  
N Miami Beach, Fla 33162  
FEN 164998  
(305) 651-4101

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ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE V

The post office address of the principal office of this corporation shall be: 8972 Southern Orchard Road North, Davie, Florida 33328, or at such other place as may hereafter be designated by the Board of Directors. The post office address of the registered office of this corporation shall be 801 N. E. 167th Street, Suite 302-A, North Miami Beach, Florida 33162, or at such other place as may hereafter be designated by the Board of Directors. The registered agent of this corporation shall be, CRAIG D. SAVAGE, whose business address is and will be identical with the registered office of the corporation.

ARTICLE VI

This corporation shall have not less than one (1) director initially. The number of directors may increase or decrease from time to time by Bylaws adopted by the shareholders but shall never be less than one.

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## ARTICLE VII

The names and post office addresses of the initial Board of Directors and officers are as follows:

NAME	ADDRESS
NELON GEHRMAN, PRES.	8972 Southern Orchard Road, North Davie, Fla. 33328
SHIRLEY GEHRMAN, VICE PRES/SECRETARY	8972 Southern Orchard Road, North Davie, Fla. 33328

## ARTICLE VIII

## CONTRACTUAL POWERS

In the absence of fraud, no contract or other transaction between this corporation and any other person, firm, association, corporation or partnership, shall be affected or invalidated by the fact that any director or officer of this corporation is pecuniarily or otherwise interested in or is a director or officer of any other such firm, association, corporation or partnership, or is a party or pecuniarily or otherwise interested in such contract or other transaction, or is in any way connected with any person, firm, association,

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corporation or partnership pecuniarily or otherwise interested therein. Any director may vote and may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation for the purposes of authorizing such contract or transaction with like force and effect as if he were not so interested or were not a director, member or officer of such firm, association, corporation or partnership.

ARTICLE IX  
PRE-EMPTIVE RIGHTS

Each shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE X  
RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders listed hereinabove may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within

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providing a majority of the shareholders shall have approved or approve the action taken at such meeting. Nothing in this Article shall be construed to allow any act by the Board of Directors to be approved by less than a majority of the directors, or whenever a greater vote is required by law or by the Bylaws, by that vote. Nothing in this Article shall be construed to allow any act of the shareholders to be approved by less than a majority of the shareholders, or whenever a greater vote is required by law or by the Bylaws, by that vote.

ARTICLE XII  
FURTHER POWERS

This corporation shall have the further right and power to, from time to time, determine whether and to what extent and at what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them, shall be open to inspection of shareholders, and no shareholder shall have any right to inspect any account, book or document of this corporation, except as conferred by statute, unless authorized by resolution of the

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shareholders or by the Board of Directors. The corporation may, in its Bylaws, confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute. Both shareholders and directors shall have the power, if the Bylaws so provide, to hold their respective meetings and to have one or more offices within or without the State of Florida, and to keep the books of the corporation (subject to the provisions of statute) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors. The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE XIII  
TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE XIV  
INCORPORATOR

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The name and address of the Incorporator of these Articles of Incorporation are: Craig D. Savage, Esq., 801 N.E. 167th Street, #302A, North Miami Beach, Fla. 33162.


IN WITNES WHEREOF, I have hereunto set my hand and seal at North Miami Beach, Florida, on this 1st day of JUNE, 1995.

  
 CRAIG D. SAVAGE

STATE OF FLORIDA       )  
                               ) S S  
 COUNTY OF DADE       )

BEFORE ME, the undersigned authority, this day personally appeared CRAIG D. SAVAGE, to me well known to be the identical person described in and who executed the attached Articles of Incorporation of CLASS ACT PAINTING & DECORATING, INC., and he acknowledged before me that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, on this 1st day of June, 1995.

  
 Notary Public  
 State of Florida at large

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA  
 COMMISSION EXP. AUG. 12, 1995  
 MYED TREC GROUPAL INC. DBO.

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REGISTERED AGENT

HAVING BEEN NAMED to serve as Registered Agent for CLASS ACT PAINTING & DECORATING, INC., I hereby agree to act in this capacity and agree to comply with the provisions of Florida Statute relative to keeping said office open.

  
Craig D. Savage

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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