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IN REPLY:

June 13, 1995
(Mailed June 15, 1995)

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

800001517528
-06/20/95--01061--008
****122.50 ****122.50

Re: American International Paint Supply Company
Articles of Incorporation

Dear Secretary of State:

Enclosed please find the original and two (2) copies of the Articles of Incorporation for "American International Paint Supply Company." Please file the original Articles and return two (2) certified copies in the envelope provided.

Also enclosed is our check in the amount of \$122.50, which is the filing fee for the Articles of Incorporation.

Please do not hesitate to contact this office by calling collect if there are any questions pertaining to this matter.

Yours very truly,

JOAN LOBIANCO WALKER

dms
Enclosures

FILED
95 JUN 19 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMERICAN INTERNATIONAL PAINT SUPPLY COMPANY

ARTICLE I: NAME

The name of this Corporation is: **AMERICAN INTERNATIONAL PAINT SUPPLY COMPANY**

ARTICLE II: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE III: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV: CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of Five (\$5.00) Dollar per share par value common stock.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5263 Central Avenue, St. Petersburg, Florida 33710, and the name of the initial registered agent of this Corporation at that address is: Joan LoBianco Walker, Esquire of Joan LoBianco Walker, P.A.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) Director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director is:

Name

Address

George P. Apostolou

275 - 1st Street West
Tierra Verde, FL 33715

The corporate address will be: 275 - 1st Street West, Tierra Verde, FL 33715

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII: INCORPORATOR

The name and address of each person signing these Articles is:

Name

Address

George P. Apostolou

275 - 1st Street West
Tierra Verde, FL 33715

ARTICLE VIII: PRE-EMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI: 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 has executed these Articles of Incorporation, this 15th day of June, 1995.

George P. Apostolos
GEORGE P. APOSTOLOS
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 15th day of June, 1995.

My Commission Expires:

Janice M. Kersey
Notary Public



JANICE M. KERSEY
MY COMMISSION # CC 217985 EXPIRES
July 26, 1996
BONDED THRU TROY FAIR INSURANCE INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

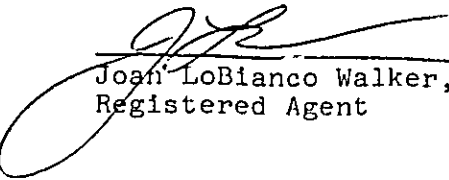
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____
AMERICAN INTERNATIONAL PAINT SUPPLY COMPANY

2. The name and street address of the registered agent and office is: Joan LoBianco Walker, Esquire of Joan LoBianco
Walker, P.A., 5263 Central Avenue, St. Petersburg, Fl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Joan LoBianco Walker, Esquire
Registered Agent