

P95000061685

LINDIA MARIE GAUDIA
4504 SOUTH WEST 24TH STREET
FORT LAUDERDALE, FLORIDA 33317

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

AUGUST 1, 1995

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08/03/95--01068--007
****122.50 ****122.50

Gentlemen,

Enclosed please find check in the amount of One Hundred, Twenty Two Dollars and Fifty Cents (\$122.50) together with the Articles of Incorporation for the proposed registration and issuance of a Certificate of Incorporation by your office, for

A SPECIAL FINISH INC.

The address of the new corporation will be,

A SPECIAL FINISH INC.
C/O LINDA MARIE GAUDIA
4504 S.W. 24TH STREET
FORT LAUDERDALE, FLORIDA 33317

The Registered Agent and Incorporator for the new Corporation will be,

LINDIA MARIE GAUDIA
4504 SOUTH WEST 24TH STREET
FORT LAUDERDALE, FLORIDA 33317

An acknowledgment letter over her signature has been enclosed in accordance with our understanding of your requirements.

Please file the Corporate Registration and forward the Certificate at your earliest convenience. One certified Certificate will be sufficient for our needs.

We have included the required fees, as follows:

Filing Fee of	\$ 70.00
1 Certified Copy of Certificate	\$ 52.50
	=====
Total Check Enclosed	\$ 122.50

Thank You

Linda Marie Gaudia
Linda Marie Gaudia
Incorporato, Registered Agent

ARTICLES OF INCORPORATION

ARTICLE I

Name

The name of the Corporation is A SPECIAL FINISH INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

ADDRESS

The address of the corporation and LINDA MARIE GAUDIA, the Incorporator and Registered Agent will be, 4504 S.W. 24TH STREET, FORT LAUDERDALE, FLORIDA 33317

ARTICLE IV

PURPOSES

The purposes of the Corporation;

1. To carry on business, in the United States or elsewhere, as contractors of applications of wallpaper, painting, special finishes, popcorn ceilings, Duraplex, Zolatone and Drywall, as well as any other contracting activities as may be engaged in for payment. The Corporation shall be empowered to act as factors, agents, commission merchants, or merchants to buy, sell, and deal in, at wholesale or retail, services, merchandise, goods, wares, and commodities of every sort, kind, or description, and to carry on any other business, whether manufacturing, computer software development, or otherwise, that can be conveniently carried on within any of the objectives of the Corporation; to open stores, offices or agencies throughout the United States or elsewhere, or to allow or cause the legal estate and interest in any possessions, properties or business acquired, established, or carried on by the Corporation, to remain or be vested in the name of or carried on by any other company formed or to be formed, and either upon trust for or as agents or nominees of the Corporation and to manage the affairs or take over and carry the business of any such other company formed or to be formed, and to exercise all or any of the powers of such company or of holders of shares of stock or securities and securities; to purchase or otherwise acquire dividends and interest on such shares of stock and securities; to purchase or otherwise acquire and undertake all or any part of the business, property, and liabilities of any persons or company, carrying on any kind of business that the Corporation is authorized to carry on; to enter into partnership or into any arrangement for sharing profits, union of interests, reciprocal concessions, joint venture, or cooperate with any person with which the Corporation is authorized to carry on; or any business or transaction capable of being conducted, to directly or indirectly, benefit the Corporation.

2. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the corporation may think fit, and in particular for the purpose of undertaking to build or improve any property in which the Corporation is interested.

3. To conduct a general brokerage agency and commission business for others in the purchase, sale and management of real estate or all forms of insurance, annuities, mutual funds, securities, personal property for others, and negotiate loans thereon.

4. To purchase and sell for others, personal property, stocks, bonds, or notes, negotiate loans thereon for others.

5. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in, and deal with goods, wares and merchandise, and real and personal property of every class and description.

6. To acquire and pay for, in cash or otherwise, stocks and bonds of the Corporation, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligation or liabilities of any person, firm, association or corporation.

7. To acquire, hold, use, sell, assign, lease, grant licenses and privileges, inventions, improvements and processes, copyrights, trademarks, and trade names, relating to or useful in any business of the Corporation.

8. To guarantee, purchase, hold, vote, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of or any bonds, securities or evidence of indebtedness created by other corporation or corporations organized under the laws of this state or any other state, country, nation or government, and while the owner thereof to exercise all ownership rights, powers and privileges.

9. To issue bonds, debentures or other obligations of the Corporation from time to time for any of the objects or purposes of the Corporation and to secure the same by mortgage, pledge, deed of trust or otherwise.

10. To purchase, hold, sell, and transfer the shares of its own Capital Stock, PROVIDED, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its own capital; and PROVIDE FURTHER, that shares of its own capital stock belonging to it shall not be voted upon by it.

11. To have one or more offices to carry on all or any of its operations and business, and without restrictions or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories or colonies of the United States or other country.

12. To act as a general contractor and a subcontractor and to engage in the business or construction of commercial buildings or residences and improvements and additions to same; and generally to perform or do any act customarily performed by a construction company.

13. To act as a consultant and a subcontractor to other consultants and to engage in the business of business consulting, sale of marketing timing services, and software service and development, and to perform or do any act customarily performed by a software company, including, but not limited to development, testing, marketing and promotion of computer software and the sale and performance of software service contracts.

14. In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of the state of Florida upon corporations, and to do any or all of the things above set forth to the same extent a natural person might or could do.

15. To transact any or all lawful business.

16. The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing

businesses enumerated are intended to be illustrative and not restrict in any manner the powers of the Corporation.

17. The above and foregoing businesses enumerated are intended as illustrative and not restrictive, and the Corporation shall have the power to handle such other businesses, either in its own behalf or as agent or broker for others, and shall further engage in any or all like or kindred businesses that may be necessary or profitable in conjunction with the business above enumerated; and generally shall have and exercise all powers, privileges, and immunities of businesses of like kind and nature incorporated under the laws of the State of Florida, and shall enjoy the privileges and immunities pertaining to incorporators under the laws of the State of Florida.

ARTICLE V
CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE VI
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any additional stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share of (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation and of LINDA MARIE GAUDIA, the Incorporator and Registered Agent will be, 4504 S.W. 24TH STREET, FORT LAUDERDALE, FLORIDA 33317

ARTICLE VIII
AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendment thereto, by a unanimous vote of the shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this first day of August, 1995.

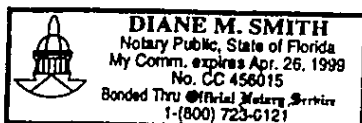
Linda Marie Gaudia
LINDA MARIE GAUDIA, INCORPORATOR

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a notary public in and for the county and state, personally appeared, LINDA MARIE GAUDIA, the Incorporator and Registered Agent will be, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and she acknowledged that she executed these Articles of Incorporation for the purposes set forth therein

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the state and county aforesaid on this 3rd day of Aug 1995.

Diane M. Smith
NOTARY PUBLIC
My Commission Expires



Linda Marie Gaudia
4504 S.W. 24th Street
Fort Lauderdale, Florida 33317

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

August 1, 1995

Gentlemen,

Having been appointed Registered Representative for purposes of communication and liason for the newly formed corporation, A SPECIAL FINISH INC.

I hereby acknowledge the implied responsibilities and accept the appointment, assuming all the duties connected therewith.

Thank You

Linda Marie Gaudia
Linda Marie Gaudia, Registered Agent

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