

PT5000065049

Garla Kelley
2767 W. State Rd 434
Longwood, Florida 32779

FILED
95 AUG 21 AM 6:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 16, 1995

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

700001565527
-08/21/95--01098--018
****245.00 ****122.50

Dear Sirs:

Please find enclosed in duplicate the Articles of Incorporation for Florids'a Best Painting & Wallpaper, Inc.. and the Designation and Acceptance of Registered Agent for filing.

I am also including a check for recording and certified copy fees made payable to the Secretary of State in the amount of \$122.50. I would appreciate having one copy certified and returned to the above address as soon as possible.

Sincerely,

Garla Kelley
Garla Kelley

5/23/95
JR

Enclosures

**ARTICLES OF INCORPORATION
OF
Florids'a Best Painting & Wallpaper, Inc.**

FILED
95 AUG 21 AM 6:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be Florids'a Best Painting & Wallpaper, Inc.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 2767 W. State Rd. 434, Longwood, Florida 32779 and the name of the initial Registered Agent for the corporation at that address is Garla Kelley.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE IX DIRECTORS

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of

Howard Rose, 2416 Carol Woods Way, Apopka, FL 32712

ARTICLE X INCORPORATOR

The name and address of the incorporator is:

**Garla Kelley
2767 W. State Rd. 434
Longwood, FL 32779**

IN WITNESS WHEREOF, the undersigned has hereunto set his
hand and seal on this 16th. day of August, 1995.

Incorporator:

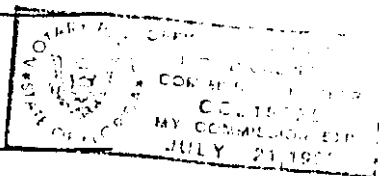
Garla Kelley

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was executed and acknowledged
before me this 16th. day of August, 1995, by Garla Kelley.

(SEAL)

Notary Public
State of Florida
My Commission Expires:



DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida.

Florida's Best Painting & Wallpaper, Inc., a corporation organizing under the laws of the State of Florida with its principal office located at 2416 Carolwoods Way, Apopka, FL 32712 has named Garla Kelley, whose address is 2767 W. State Rd 434, Longwood, Florida 32779 as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Garla Kelley

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, this day personally appeared Garla Kelley who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 16th. day of August, 1995.

(SEAL)

Notary Public
State of _____

My Commission Expires _____

P95000065049

A PLUS ACCOUNTING, INC.

2767 West St. Rd 434
Longwood, FL 32779

407-869-4442

95 OCT 12 AM 10:56
FILED IN 11-43A

October 9, 1995

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

Please find enclosed Amendments for Name Change for Florida Best Painting & Wallpapers, Inc and Wheels & Deals, Inc. Enclosed is a check for \$87.50 which should cover the \$35 filing fee for each and also \$8.75 each for a certificate of status.

Thank you

Garla C. Kelley
Garla C. Kelley

*Florida Department of State
Division of Corporations*

N/C

VS OCT 17 1995

95 OCT 12 AM 10:55
CLERK OF DISTRICT COURT
JULIA A. BROWN, CLERK

ARTICLES OF AMENDMENT FOR NAME CHANGE


1 The Following provisions of Articles of Incorporation of Florida's Best Painting & Wallpaper, Inc. filed on August 21, 1995 and assigned document number P95000065049 be and they hereby are amended in the following particulars:

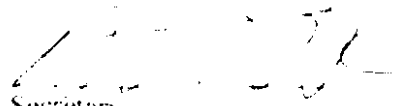
Article I, be and it hereby is amended to read as follows:

ARTICLE I NAME

The name of the corporation shall be Florida's Best Painting & Drwall, Inc.

2 The Foregoing amendment was adopted by the Stockholders and Directors of the Corporation on the 15th day of September, 1995.


President



Secretary

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared Howard Rose, as President of the above corporation, who, after being duly sworn, deposes and says that the statements made in the above Articles of Amendment are true to the best of his/her knowledge and belief.

WITNESS my hand and official seal this 3rd day of October, 1995.

(SEAL)


Notary Public
State of Florida
My Commission Expires

