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MANUEL, SHEPPARD & CONDON

ALAN II. BOORMAN T. A BOROWSKI, JR G. CONDON. JR. ERICK M. DRLICKA HAREN D. EMPANUEL PATRICK G. EMMANUEL ROBERT A. EMMANUEL KRAMER A. LITVAN WM. DOUGLAS MARSH

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August 28, 1995

Division of Corporations Department of State Post Office Box 6327 Tallahussee, Florida 32514

1136 H H H 111 (25.44) (11 1987 H 298 (1000 25.017) * **122.50 ****!25.50

RE: American Eagle Painting, Inc. -Incorporation

Gentlemen:

Enclosed herewith please find executed original and copy of AFG Incorporation with respect to American Eagle Painting, Inc.

Also enclosed please find our check in the amount of \$122.50 minay Hent of the following fees:

> Designation of Registered Agent 35.00 Filing Fee 35.00 Certified Copy <u>52.50</u>

TOTAL

\$122.50

Please file the Articles of Incorporation and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

JAP/tla Enclosures

> SEP F. CHESSER

ARTICLES OF INCORPORATION

OF

FILED W 8-00 PPS AUG 30 AM 8-00 TALLAHASSEE, FLOREITA

AMERICAN EAGLE PAINTING, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

NAME AND PRINCIPAL OFFICE

6-13 45 ARTICLE I

The name of this corporation is AMERICAN EAGLE PAINTING, INC., and its principal office is located at 292 Lindsey Lane, Gonzalez, Florida 32560 and its mailing address is Post Office Box 317, Gonzalez, Florida 32560.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.70 pm value common stock, all of one class and series.

ARTICLE V

PREEMPTIVE RIGHTS

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

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 292 Lindsey Lane, Gonzalez, Florida 32560, and the name of this corporation's initial registered agent is Sherrill F. Isbell.

ARTICLE VII

INCORPORATORS

The name and address of the incorporator is Sherrill F. Isbell, 292 Lindsey Lane, Gonzalez, Florida 32560.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of August, 1995.

SHERRILL F. ISBELL, Incorporator

STATE OF FLORIDA COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 23rd day of August, 1995, by SHERRILL F. ISBELL, who personally appeared before me and who is personally known to me or who has producedidentification.

NOTARY PUBLIC, State of Florida

TAMMY L. AUSTIN My Comm Exp. 7/08/96 Bonded By Service Ins
No. CC213482
Pressorty Krom 110hert a

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, SHERRILL F. ISBELL, am familiar with and hereby accept the appointment as Registered Agent for AMERICAN EAGLE PAINTING, INC., as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 23^{2} day of August, 1995.

SHERRILL F. ISBELL

Incorporator

PILED

1995 AUG 30 AM B: 0

SECRETAR 1:0 STAT
AMASSEE 11:000