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Charter Number Only

1/9/96

Requester's Name
Terry Percy
Address
6001 NW 7 AVE
MIAMI FL 33127
City State ZIP Phone

751-1592 B

VALIDATION ONLY

FILED
96 JAN 11 AM 8:59
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

moonlite Painting and WaterProofing, Inc.

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DIVISION OF CORPORATION

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DIVISION OF CORPORATION

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

P. CHESSEY JAN 11 1995
CERTIFIED COPY

ARTICLES OF INCORPORATION
OF
MOONLITE PAINTING AND WATERPROOFING, INC.

ARTICLE I

NAME

The name of the Corporation shall be:

MOONLITE PAINTING AND WATERPROOFING, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business is to be transacted by the Corporation and its objects and powers shall be as follows:

To engage in any activity or business permitted under the laws of the United states and the State of Florida.

ARTICLE III

CAPITAL STOCK

1. The maximum numbers of shares of authorized capital stock of this Corporation shall be 1,000 shares of common stock with a nominal or par value of Ten (\$.10) Cents.

2. The capital stock may be paid for in property, labor, services or cash at a just valuation to be fixed by the Board of Directors. All of the stock shall be fully paid and nonassessable.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than two hundred & fifty (\$250) Dollars.

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95 JAN 11 AM 9:59
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2320 N.W. 66th St., Miami, Florida 33147 and the name of the initial registered Agent of this Corporation is LARRY E. POWE.

ARTICLE VI
TERM OF EXISTENCE

The term for which this Corporation shall exist shall be perpetual.

ARTICLE VII
ADDRESS

The principal office of the Corporation shall be 6600 N.W. 27th Avenue, Ste. A12, Miami, Florida 33147. This Corporation may have such other places of business in the State of Florida as the nature and progress of the business of the Corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principle office to have the power to conduct its business outside the State of Florida, or in any or all of the several States and Territories of the United States, including the District of Columbia, and in any or all foreign countries and may have one or more offices in any of said places.

ARTICLE VIII
DIRECTORS\OFFICERS

The number of Directors shall be at least two and the first Board of Director(s) of the Corporation shall be comprised of the following named persons:

FRED RUSSELL
President\Treasurer
4572 N.W. 201 Street
Miami, Florida 33055

LARRY E. POWE
Vice-President/Secretary
2320 N.W. 66th Street
Miami, Florida 33147

**ARTICLE IX
SUBSCRIBERS**

The name and street address and the number of shares subscribed to by the subscribers hereto, who are also members of the Board of Directors, who is to conduct the business of the Corporation until those elected at the organizational meeting is:

<u>NAME</u>		<u>ADDRESS</u>
DEBBIE E. POWE	50%	2320 N.W. 66th Street Miami, FL 33147
FRED RUSSELL	50%	45720 N.W. 201st Street Miami, FL 33055

IN WITNESS WHEREOF, the subscribing stockholders have hereunto set their hand and seal and caused these Articles of Incorporation to be executed this 9th day of January, 1996.

Debbie E. Powe
Debbie E. Powe

Fred Russell
Fred Russell

STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared Larry E. Powe and Fred Russell who to me well known to be the persons who executed the foregoing Articles of Incorporation, and acknowledge to and before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of the office this 2nd day of January, 1996.



NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF THE PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statute, the following is submitted in compliance with said act:

That MOONLITE PAINTING AND WATERPROOFING, INC. to organize under the laws of the State of Florida, with its principle office as indicated in the Articles of Incorporation at the City of Miami, County Dade, Florida has named Larry E. Powe, located at 2320 N.W. 66th Street, Miami, Florida 33147, its agent to accept service of the process within the State.

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



REGISTERED AGENT
LARRY E. POWE

FILED
96 JAN 11 AM 8:55
CLERK OF STATE
TALLAHASSEE, FLORIDA

P96000003596

Charter Number Only

FILED

7-9-96 Vanessa

6 10 11:39
SECRET
TALLAHASSEE, FLORIDA

Perry Percy
Requester's Name
6001 N.W. 7 Ave.
Address
MIAMI, FL 33127
City State ZIP Phone
757-5750

VALIDATION ONLY

100001889191
-07/10/96--01027--004
*****35.00 *****35.00

CORPORATION(S) NAME

Noonlite Painting & Water-
proofing, Inc
(Amend)

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
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Name	7/10/96
Availability	
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Examiner	ADH
Updater	ADH
Verifier	ADH
Acknowledgment	ADH
W.P. Verifier	ADH

CR2E031 (R8-85)

Empire Toll Free: 1-800-432-3028

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MOONLITE PAINTING AND WATERPROOFING, INC.

FILED
96 JUL 10 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article VIII is amended to provide for different officers for the corporation:

FRED RUSSELL	DEBBIE E. POWE
PRESIDENT & TREASURER	VICE PRESIDENT & SECRETARY
4572 N.W. 201 Street	2320 N.W. 66th STREET
Miami, Florida 33055	MIAMI, FLORIDA 33147

LARRY E. POWE IS NO LONGER AN OFFICER.

SECOND:

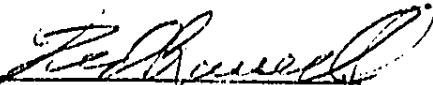
Article IX is amended to provide a reassignment of shares of corporate stock.


All of previous issued stock is hereby redeemed, and stock is issued as follows:

DEBBIE E. POWE	51%
FRED RUSSELL	49%

The amendments were adopted by the board of directors with shareholder action and shareholder approval.

I hereby certify that the statements contained in the foregoing
Articles of Amendments are true and correct.
Sworn to and subscribed before me this 10th day of May, 1996.


Fred Russell, President
Treasurer\Shareholder


Debbie E. Powe, V-Pres., Secretary
Shareholder


NOTARY PUBLIC

My Commission expires:



TERRY V. PERCY
COMMISSION # CC 535681
EXPIRES MAR. 02, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.