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PROFESSIONAL PARALEGAL CENTER, INC.

1108 W. New Haven Avenue
W. Melbourne, Florida 32904
407-952-1848

March 14, 1996

Secretary of State
Bureau of Corporations
PO Box 6327
Tallahassee, FL 32914

000001754560
-03/22/96--01075--002
*****78.75 *****78.75

Re: INDUSTRIAL PAINT & WATERPROOFING, Inc.

Gentlemen;

Enclosed please find an original and one (1) copy of the Articles of Incorporation as well as the Certificate of Registered Agent. Also enclosed is payment in the amount of \$78.75 representing required filing fees and cost of Certificate of Good Standing.

Please return completed file to the attention of the registered agent.

Professional Paralegal Center, Inc.


Hal Levy

HL/lm

FILED
MAR 22 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN MAR 28 1996

FILED
26 MAR 22 AM 8:20
REC'D DEPT. OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
INDUSTRIAL PAINT & WATERPROOFING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
INDUSTRIAL PAINT & WATERPROOFING, INC.

ARTICLE II PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:
1803 Airport Blvd.
Melbourne, FL 32901

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
100 shares of no-par common stock.

ARTICLE IV INITIAL REGISTERED AGENT

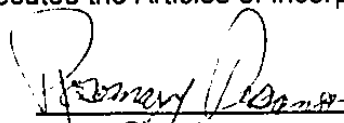
The name and address of the initial registered agent is:
Mr. Hal Levy
Professional Para Legal Center, Inc.
1108 W. New Haven Ave.
W. Melbourne, FL 32904

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

ROSEMARY PISANO
1240 GUSTROW AVENUE
PALM BAY, FL 32907

The undersigned incorporator has executed the Articles of Incorporation this FOURTEENTH day of March, 1996.



Signature


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned 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: INDUSTRIAL PAINT & WATER-PROOFING, INC.
2. The name and address of the registered agent and office is:

HAL LEVY c/o PROFESSIONAL PARA LEGAL CENTER, INC.
1108 W. NEW HAVEN AVENUE
W. MELBOURNE , FL 32904

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.



HAL LEVY

DATE: MARCH 14, 1996