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SANDRA S. SANTELLI
CERTIFIED LEGAL ASSISTANT

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April 15, 1996

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: Joseph Peters Painting and Wallpapering, Inc.

Dear Sir:

Enclosed you will find original and one copy of the Articles of Incorporation along with a check, in the amount of \$122.50, representing the required filing fees.

After processing, please return the certified copy of the Articles of Incorporation to my office.

Should you have any questions or require additional information, please feel free to inquire.

Very truly yours,



Thomas W. Garrard

TWG:sa

Enclosures

cc: Joseph Peters

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 APR 19 PM 1:52

FILED

OK
4/23/96

**Articles of Incorporation
of
Joseph Peters Painting and Wallpapering, Inc.**

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26 APR 13 PM 4:52
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

**Article I
Name**

The name of the corporation is Joseph Peters Painting and Wallpapering, Inc.

**Article II
Purposes**

The general purposes for which the corporation is organized are:

1. To engage in the business of painting and wallpapering.
2. To engage in or transact any other lawful trade or business.

**Article III
Commencement Of Corporate Existence**

Pursuant to Section 607.0203 of the Florida General Corporation Act, the existence of this corporation shall commence on the date of filing of these Articles of Incorporation with the Department of State of the State of Florida.

**Article IV
Corporate Stock**

The aggregate number of shares which the corporation is authorized to issue is 100 and such shares shall have a par value of \$5.00 per share.

Article V
Restriction On Transfer Of Stock

If, at any time, a majority or more of the shareholders of the corporation enter into an agreement between and among themselves and the corporation to restrict transfer of the stock of the corporation, the corporation shall thereafter refuse to recognize any transfer of stock of the corporation unless the same is in conformity with the terms and conditions of the agreement. The preceding sentence shall not apply unless a copy of such agreement is on file in the principal office of the corporation, and unless notice of the existence of such restrictions is noted conspicuously on the face or back of the certificates of stock. For purposes of this paragraph, the term "transfer" includes any sale, assignment or pledge of stock of the corporation.

Article VI
Registered Agent

The street address of the initial registered office and principal office, and mailing address of the corporation, is 2640 Pebble Creek Place, Port Charlotte, Florida 33948, and the name of its initial registered agent at such address is Joseph Peters.

Article VII
Management Of Corporate Affairs

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of the stockholders.

The stockholders shall have the right to determine in every instance the consideration for which the shares of the corporation

shall be issued.

**Article VIII
Incorporators**

The name and address of the initial incorporator is:

Name

Address

Joseph Peters

2640 Pebble Creek Place
Port Charlotte, Florida 33948

**Article IX
Bylaws**

The power to make, alter, amend, and rescind the bylaws of the corporation shall be reserved to the stockholders of the corporation.

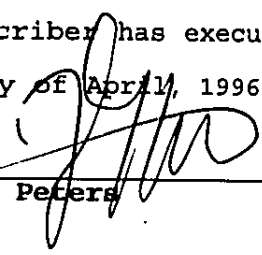
**Article X
Amendment Of Articles Of Incorporation**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

**ARTICLE XI
Indemnification**

The corporation shall indemnify any officer or former officer to the full extent permitted by law.

In Witness Whereof, the undersigned subscriber has executed these Articles of Incorporation this 15th day of April, 1996.



Joseph Peters

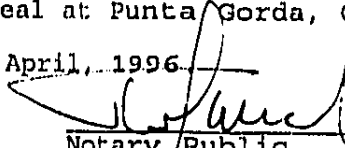
STATE OF FLORIDA
COUNTY OF CHARLOTTE

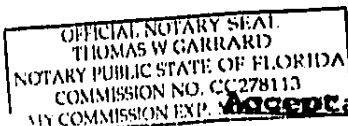
I hereby certify that on this day, before me, a notary public duly authorized in the state and county above to take

acknowledgments, personally appeared Joseph Peters, who is personally known to me or who has produced N/A as identification, who did not take an oath, and who is known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed his name to said Articles freely and voluntarily for the uses and purposes therein mentioned.

Witness my hand and official seal at Punta Gorda, Charlotte County, Florida, this 15th day of April, 1996.

My Commission Expires:


Notary Public



Acceptance Of Registered Agent

Having Been Named to accept service of process for the above stated corporation, the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporations Act relative to keeping open said office.


Joseph Peters

This instrument was prepared by:
Thomas W. Garrard, Esquire
520 East Olympia Avenue
Punta Gorda, Florida 33950
(941) 639-7020

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96 APR 19 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA