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(((H96000010206))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: LYNSDALE PAINTING SERVICES, INC.  
FAX AUDIT NUMBER: H96000010206 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 07/23/1998 TIME REQUESTED: 16:40:44  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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P.06/15

**ARTICLES OF INCORPORATION**

**OF**

**LYNSDALE PAINTING SERVICES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 807 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I: NAME OF THE CORPORATION**

The name of the corporation is LYNSDALE PAINTING SERVICES, INC., hereinafter referred to as the "Corporation".

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is at 15390 N. E. SIXTH AVENUE, SUITE #304, Miami, Florida 33182.

**ARTICLE III: DURATION OF THE CORPORATION**

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV: PURPOSE OF THE CORPORATION**

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 807, Florida Statute, as amended.

**ARTICLE V: AUTHORIZED SHARES**

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of

(305) 751-8934

STANLEY B. LEWIS, ESQ.

TOOLS FOR CHANGE

6255 N. W. 7TH AVENUE

MIAMI, FL 33150

FL BAR# 0797022

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Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

#### **ARTICLE VI: PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### **ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's initial registered office is 15390 N. E. SIXTH AVENUE, SUITE 304, Miami, Florida 33182 and LYNDALE E. WYNTER is the registered agent at that office.

#### **ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the ByLaws.

The initial Board of Directors of the Corporation shall be comprised of:

**LYNDALE E. WYNTER  
15390 N. E. 8th AVENUE, SUITE 304  
Miami, FL 33162**

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**ARTICLE IX - AMENDMENTS**

These Articles of Incorporation may be amended by the shareholders or board of directors, in the manner now or hereinafter proscribed by statute or as set forth in the Corporation's By Laws, so long as same does not conflict with the Florida Statutes.

**ARTICLE X: INCORPORATOR**

The incorporator of the Corporation is as follows:

LYNSDALE E. WYNTER  
15390 N.E. SIXTH AVENUE, SUITE 304  
Miami, FL 33162

IN WITNESS WHEREOF, I, LYNSDALE E. WYNTER, the undersigned incorporator, have signed these Articles of Incorporation on this 22nd day of July, 1996 and acknowledged the same to be my act.

  
LYNSDALE E. WYNTER

STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was sworn to before me this 22nd day of July, 1996, by LYNSDALE E. WYNTER, who personally appeared before me at the time of notarization, and who is personally known by me or who has provided a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis  
PRINT: STANLEY B. LEWIS  
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS  
My Commission 00407787  
Expires Sep. 18, 1998  
Bonded by HAI  
888-422-1885

3

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P.09/15

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes,  
the following is submitted, in compliance with said Acts:

First--That LYNSDALE E. PAINTING SERVICES, INC., desiring to organize under  
the laws of the State of Florida with its principal office, as indicated in the Articles of  
Incorporation at City of Miami, County of Dade, State of Florida, has named LYNSDALE  
E. WYNTER located at 15390 N. E. SIXTH AVENUE, SUITE 304, in the City of Miami,  
County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

**ACKNOWLEDGEMENT:**

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.

BY: *L. E. Wynter*  
LYNSDALE E. WYNTER

DATE: July 22, 1996

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