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ALAN E. GREENFIELD, P.A.

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CORAL GABLES, FLORIDA 33134

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FILED

56 JUL 29 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX: (305) 443-0710

July 25, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314


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-07/30/96--01003--016
****122.50 ****122.50

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation of WESTERN PAINTING, INC., together with my check in the sum of \$122.50 to cover the cost of filing same, a certified copies of the Charter and resident agent fees.

Please return the copies to my office. Thank you for your continued cooperation.

Very truly yours,



ALAN E. GREENFIELD

encls: (as stated)

cc: client

PH
7/30/96

ARTICLES OF INCORPORATION
OF
WESTERN PAINTING, INC.

FILED
96 JUL 29 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this corporation is WESTERN PAINTING,
INC.

ARTICLE II

COMMENCEMENT OF EXISTENCE: This corporation shall commence
to exist on the date filed with the Secretary of State.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of
transacting any and all lawful business permitted under the laws of
the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue
500 shares of \$1.00 par value common stock, which shall be the only
class of shares.

ARTICLE V

PRE-EMPTIVE RIGHTS: Every shareholder upon the sale for
cash of any new stock of this corporation of the same kind, or
class of service as that which he already holds, shall have
the right to purchase his pro rata share thereof (as nearly as may
be done without 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 the principal office of this corporation is 12678 S.W. 8th Street, Miami, Florida 33184.

The name of the initial registered office and initial registered agent of this corporation is ALAN E. GREENFIELD, Esq., 2600 Douglas Road, Suite #911, Coral Gables, Florida 33134.

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS: This corporation shall have at least one director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JOSE ABREU	- President, 12678 S.W. 8th Street Secretary & Miami, Florida 33184 Treasurer

ARTICLE VIII

INCORPORATORS: The name and address of the person signing these Articles of Incorporation is:

ALAN E. GREENFIELD	- 2600 Douglas Road Suite #911 Coral Gables, Florida 33134
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ARTICLE 1X

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

IN WITNESS WHEREOF, the undersigned subscribed have executed these Articles of Incorporation this 25 day of July 1996.

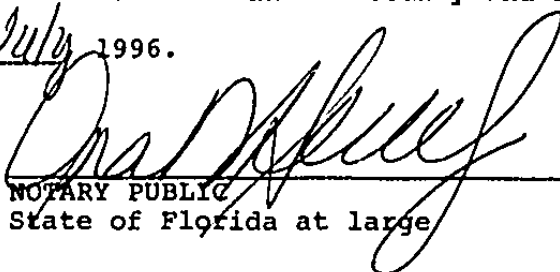


ALAN E. GREENFIELD

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ALAN E. GREENFIELD, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me, under oath, that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 25 day of July 1996.



NOTARY PUBLIC
State of Florida at large



FILED

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

SEP 29 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

First, that WESTERN PAINTING, INC. with its principal
office, located at 12678 S.W. 8th Street, Miami, Florida 33184 has
named ALAN E. GREENFIELD, located at 2600 Douglas Road, Suite #911,
Coral Gables, Florida 33134, as its agent to accept service of
process within this state.

Having been named to accept service of process for the
above-stated corporation, at the place designated in this
certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of said Act.

ALAN E. GREENFIELD



Resident Agent and
Registered Agent