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SANTIAGO DE VALLE & ASSOCIATES, CPA, PA
301 ALMERIA AVE STE 7B
CORAL GABLES, FL 33134

September 23, 1996

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-09/27/96--01036--001
****122.50 ****122.50

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

REF: CAMELOT PAINTING, INC.
13377 SW 112TH LANE #165
MIAMI, FL 33186

FILED
96 SEP 26 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find the original and copy of the Articles of Incorporation for the above named new Florida enterprise we are incorporating. You will also find a check in the amount of \$122.50 to register the above named financial corporation.

The check represents the cost of Filling Fees, Certified Copy of the Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very Truly yours,


Santiago De Valle, CPA
Certified Public Accountant

NE SEP 30 1996

ARTICLES OF INCORPORATION OF

CAMELOT PAINTING, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is to be: CAMELOT PAINTING, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the IMPROVEMENT, LANDSCAPING, PAINTING and GENERAL MAINTENANCE of industrial, commercial or private real estate properties in accordance with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue TWO shares of \$500.00 par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the "Initial Registered Agent Office" and the name of the "Initial Registered Agent" at that office is:

NAME	SANTIAGO DE VALLE, CPA
ADDRESS	301 ALMERIA AVE Ste 7B
CITY	CORAL GABLES, FL 33134

The initial principal office and mailing address of the corporation is:

NAME	CAMELOT PAINTING, INC.
ADDRESS	13377 SW 112TH LANE
CITY	MIAMI FLA 33186

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**ARTICLES OF INCORPORATION
OF**

CAMELOT PAINTING, INC.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time, as needed, by the corporate By-Laws but shall never be less than one (1). The names and addresses of the initial corporate directors is as follows:

NAME	ROBERT D. BUTCHER, PRESIDENT
ADDRESS	6800 SW 65TH AVE
CITY	MIAMI, FL 33143

NAME	PABLO A. YCAZA, SECRETARY
ADDRESS	13377 SW 112TH LANE
CITY	MIAMI, FLA 33186

ARTICLE VII - INCORPORATORS

The name of the incorporator(s) signing these Articles of Incorporation is/are as follows:

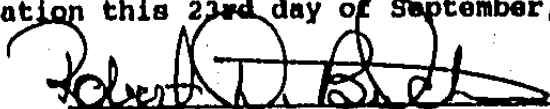
NAME	ROBERT D. BUTCHER, PRESIDENT	SOCIAL SECURITY
ADDRESS	6800 SW 65TH AVE	228-11-3329
CITY	MIAMI, FL 33143	

NAME	PABLO A. YCAZA, SECRETARY	SOCIAL SECURITY
ADDRESS	13377 SW 112TH LANE	595-13-0438
CITY	MIAMI, FLA 33186	

ARTICLES OF INCORPORATION
OF

CAMELOT PAINTING, INC.

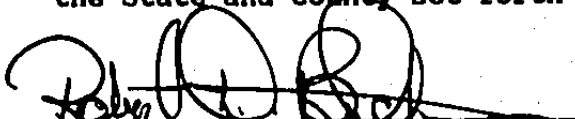
IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 23rd day of September, 1996.

 (Seal)
ROBERT D. BUTCHER

Pablo A Ycaza (Seal)
PABLO A. YCAZA

STATE OF FLORIDA)
COUNTY OF DADE) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, appeared:


ROBERT D. BUTCHER

B326-7104-104-101-0
PERSONAL I.D.

Pablo A Ycaza
PABLO A. YCAZA

Y22066167364-0
PERSONAL I.D.

Personally known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation, that I relied upon the formal identification of the above named person(s) as indicated by the above identification number, and that an oath was not taken.



Notary Rubber Stamp Seal

Witness my hand and official seal in the County and State last aforesaid this 23rd day of September, 1996.


Signature

SANTIAGO DE VALLE
(Notary's name)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

CAMELOT PAINTING, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted:

The above named corporation desiring to organize under the
laws of the State of Florida with its registered office as
indicated in the Articles of Incorporation at

301 ALMERIA AVE Ste 250
CORAL GABLES, FL 33134

has named SANTIAGO DE VALLE, CPA
located at the aforesaid address, as its Registered Agent to
accept service of process within this State.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of
process for the above stated corporation at the place de-
signated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this
capacity in behalf of DBS, INC. and to comply with the pro-
visions of Florida Law in keeping open said office.


REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 26 AM 9:28

FILED