

P96000088779

October 21, 1996

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

RE: Allstate Painting and Drywall, Inc.

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-10/28/96--01034--008
****122.50 ****122.50

To whom it may concern:

Enclosed please find the Articles of Incorporation for the above referenced corporation. Additionally, a check in the amount of \$122.50 has been enclosed to cover the cost of filing same.

Thank you for your cooperation in this matter.

Sincerely,



Michelle Rio-Patterson
113 Ravenway Drive
Seffner, Florida 33584

FILED
96 OCT 25 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-29-96
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FILED
96 OCT 25 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ALLSTATE PAINTING & DRYWALL, INC.**

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopts the following Articles of Incorporation as the Charter of the corporation hereby organized.

ARTICLE I

NAME AND ADDRESS

The name and address of the Corporation is **ALLSTATE PAINTING & DRYWALL, INC.**,
113 Ravenway Drive, Seffner, Florida 33584.

ARTICLE II

DURATION

The corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation, unless terminated earlier.

ARTICLE III

PURPOSES AND POWERS

This corporation is organized for the purpose of engaging in all lawful business activities permitted to a Corporation under the Florida General Corporation Law, as in effect from time to time.

ARTICLE IV

CAPITAL STOCK

The amount of capital stock authorized shall consist of 100 Shares of common voting stock with a par value of \$100.00 (\$1.00) each.

Dividends to shareholders may, in the discretion of the Board of Directors, be paid in cash or in property, but no dividend may be made which would impair the restricted or reserved unearned surplus of the Corporation, except as provided by Florida law.

ARTICLE V

SHARES NOT TO BE DIVIDED INTO CLASSES

The shares of the capital stock of the Corporation are not to be divided into classes.

ARTICLE VI

RESTRICTIONS ON TRANSFER

The Board of Directors may, in its discretion, include within the Bylaws of the Corporation restrictions on the transfers of shares of stock in the Corporation.

ARTICLE VII

NO SHARES ISSUED IN SERIES

The shares of the capital stock are not to be issued in series.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is 113 Ravenway Drive, Seffner, Florida 33584. The initial registered agent shall be Vernon E. Patterson, Jr.

ARTICLE IX

BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or decreased from time to time by action of the board and in accordance with the provision of the Bylaws. The name and address of the initial director(s) of this Corporation are:

- A. Vernon E. Patterson, Jr.
113 Ravenway Drive
Seffner, Florida 33584
- B. Michelle Rio-Patterson
113 Ravenway Drive
Seffner, Florida 33584

ARTICLE X

MEETINGS

The shareholders and directors of this Corporation shall meet at least once annually at the corporation's principal office on the annual date of the execution of these articles or at such other time and place as may be provided in the Bylaws.

ARTICLE XI

OFFICERS

This Corporation shall have two (2) officer(s): a President and a Vice-President, with such duties as shall be by the laws of the State of Florida. The initial officer and office of this corporation is:

President
Michelle Rio-Patterson
113 Ravenway Drive
Seffner, Florida 33584

Vice-President
Vernon E. Patterson, Jr.
113 Ravenway Drive
Seffner, Florida 33584

ARTICLE XII

BYLAWS

The Board of Directors may adopt and amend Bylaws for the corporation as provided in the Florida General Corporation Law, by majority vote.

ARTICLE XIII

INCORPORATOR

The name and address of the incorporator of this corporation is:

Michelle Rio-Patterson
113 Ravenway Drive
Seffner, Florida 33584

ARTICLE XIV

INDEMNIFICATION

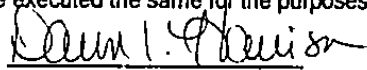
This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name
this 21 day of October, 1996


MICHELLE RIO-PATTERSON, INCORPORATOR

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21st day of October, 1996 by MICHELLE RIO-PATTERSON, who did not take an oath, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.


Signature of Notary

DAWN L. HARRISON
Notary Public State of Florida
My Commission Expires March 1997
Bonded thru General Ins. Und.
Commission No. 6627784

Expiration Date: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Section 48.091, Fla. Stat. (1985), the following is submitted:

MICHELLE RIO-PATTERSON, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 113 Ravenway Drive, Seffner, Florida 33584 has named VERNON E. PATTERSON, JR., as its agent to accept service of process within the state of Florida.

ALLSTATE PAINTING & DRYWALL, INC.

By: 

Name: MICHELLE RIO-PATTERSON

Title: President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.


Name: VERNON E. PATTERSON, JR.

Date: 10/21/96

FILED
96 OCT 25 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA