

P9700001111



ACCOUNT NO. : 072100000032

REFERENCE : 247433 7120267

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 4, 1997

ORDER TIME : 9:36 AM

ORDER NO. : 247433-005

CUSTOMER NO: 7120267

CUSTOMER: Mr. Arnold R. Barbara
CREDIT FIX CREDIT REPAIR
SPECIALISTS
Suite 204
8500 Southwest 8th Street
Miami, FL 33144

800002076918--0
02/04/97-01099--003
*****70.00 *****70.00

DOMESTIC FILING

NAME: VILO WALLPAPER AND PAINT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

FILED
97 FEB -4 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KL
2-4-97

FILED
97 FEB -4 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
VILO WALLPAPER AND PAINT, INC.

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is : **VILO WALLPAPER AND PAINT, INC.**

ARTICLE II
SHARES

The total number of shares which the corporation shall have authority to issue is 1000, shares of par value with a par value of \$ 1.00 per share.

ARTICLE III
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

JOSE NIEVES
4940 SW 96 AVE
DADE COUNTY
MIAMI FL. 33165

THE PRINCIPAL ADDRESS IS THE SAME.

ARTICLE IV
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

JOSE NIEVES
4940 SW 96 AVE.
DADE COUNTY
MIAMI FL. 33165

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

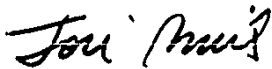
**ARTICLE VI
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Certification

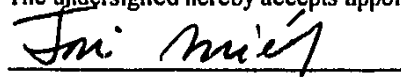
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



JOSE NIEVES, Incorporator
4940 SW 96 AVE.
MIAMI FL. 33165

ACCEPTANCE OF REGISTER AGENT

The undersigned hereby accepts appointment as initial register agent of the above Corporation


JOSE NIEVES

FILED
97 FEB -4 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA