

P97000028907

Thomas C. Santoro

Attorney at Law



1700 Wells Road, Suite 5 • Orange Park, Florida 32073

Telephone (904) 278-8713 Facsimile (904) 278-8768

March 13, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Panoramic Painting Services, Inc.

Dear Sir/Madame:

Please find the enclosed for filing the following:

1. Articles of Incorporation
2. Assignment By the Sole Incorporator

800002115158--6
-03/17/97--01096--004
*****70.00 *****70.00

I have also enclosed my check in the amount of \$70.00 to cover your filing fee for same. Please file stamp the additional copy that I have enclosed and return same in the enclosed self-addressed stamped envelope.

Should you have any questions or need anything additional, please give me a call.

Very truly yours,

THOMAS C. SANTORO

TCS/mcb
enc.

789,615,611

W97-6637

FILED
97 MAR 31 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 21, 1997

THOMAS C. SANTORO, ESQ.
1700 WELLS ROAD
SUITE 5
ORANGE PARK, FL 32073

SUBJECT: PANORAMIC PAINTING SERVICES, INC.
Ref. Number: W97000006637

We have received your document for PANORAMIC PAINTING SERVICES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 297A00014503

ARTICLES OF INCORPORATION
OF
PANORAMIC PAINTING SERVICES, INC.

FILED
97 MAR 31 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: PANORAMIC PAINTING SERVICES, INC.

The address of the principal office of this corporation shall be 8367 Chason Road West, Jacksonville, Florida 32244, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1700 Wells Road, Suite 5, Orange Park, Florida 32073, and the name of the initial registered agent of the corporation at that address is Thomas C. Santoro, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer/director, initially. The name and street address of the initial officers and directors who shall hold offices for the first year of the corporation, or until his/her successors are elected or appointed is:

RICHARD A. ATZERT, President/Vice President/Treasurer/Secretary
8367 Chason Road West
Jacksonville, Florida 32244

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

THOMAS C. SANTORO, ATTORNEY AT LAW
1700 Wells Road, Suite 5
Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned THOMAS C. SANTORO, ATTORNEY AT LAW, has hereunto set his hand and seal on March 13, 1997.



THOMAS C. SANTORO, ESQUIRE
Florida Bar No. 0784915
1700 Wells Road, Suite 5
Orange Park, Florida 32073
(904)278-8713

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: PANORAMIC PAINTING SERVICES, INC.

2. The name and address of the registered agent and office is:

THOMAS C. SANTORO, ESQUIRE

(NAME)

1700 Wells Road, Suite 5

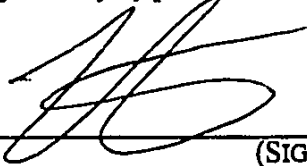
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Orange Park, FL 32073

(CITY/STATE/ZIP)

FILED
97 MAR 31 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(SIGNATURE)

March 27, 1997

(DATE)