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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: NOVEAUX ART PAINT CO., INC.
AUDIT NUMBER.....H97000008211
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 5
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ARTICLES OF INCORPORATION

OF

Noveaux Art Paint Co., Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 19 1997

**ARTICLE I
NAME**

The name of this corporation is: **Noveaux Art Paint Co., Inc..**

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The principal place of business for this corporation is: **3438 S.W. 22nd Terrace, Miami, Florida 33145.**

**ARTICLE III
DURATION**

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

**ARTICLE IV
PURPOSE**

This corporation is organized for the purpose of transaction any and all lawful business.

**ARTICLE V
CAPITAL STOCK**

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

Pablo R. Bared, Esq.
FBN. 0739405 (305) 666-6010
13123 S.W. 64 Ct.
Miami, FL 33156

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EMPIRE CORPORATE KIT

MAY-19-1997 15:31

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The street address is 1500 San Remo Avenue, Suite 177, Coral Gables, Florida 33146, of the initial registered office of this corporation and the name of the registered agent of this corporation is Pablo R. Bared.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

Enrique Salazar , President/Director

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Pablo R. Bared, 1500 San Remo Avenue, Suite 177, Coral Gables, Florida 33146.

ARTICLE IX
BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X
INDEMNIFICATION

The 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.

ARTICLE XI
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16 day of May, 1997.



Pablo R. Bared, Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 16 day of May, 1997.



NOTARY PUBLIC

My commission expires:



PATRICIA PINO SANCHEZ
My Commission CC038410
Expires Jul. 16, 2000

PREPARED BY:

Bared & Associates, P.A.
13123 S.W. 64th Court
Miami, Florida 33156

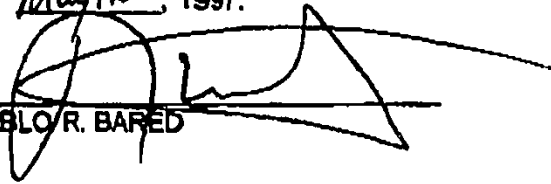
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Nouveaux Art Paint Co., Inc. at place designated in the Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. (1981) relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Miami, Dade County, Florida on May 16, 1997.


PABLO R. BARED

FILED
SECRETARY OF STATE
MAY 16 1997
MIAMI

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