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Michael J. Pugh

ATTORNEY AT LAW

September 15, 1997

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

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-09/16/97--01007--014
*****70.00 *****70.00

Re: NAVARRE PAINT CENTER, INC.

Dear Sir:

Enclosed are the original and one copy each of the Articles Of Incorporation and Appointment Of Registered Agent for Navarre Paint Center, Inc., a check for \$70.00 and a stamped self-addressed envelop.

Could you please return the copies with your stamp to me in the enclosed self addressed envelop so that I may complete the organization of the corporation. Thanks for your attention to this matter. I look forward to hearing from you.

Sincerely,


Michael Pugh

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
NAVARRE PAINT CENTER, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is **NAVARRE PAINT CENTER, INC.**

**ARTICLE TWO
EFFECTIVE DATE**

The effective date of this corporation shall be upon filing of these articles of incorporation.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of selling paint, paint related and other household decorating products and providing decorating services to the general public.
2. To transact any other lawful business under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or desirable in order to accomplish the foregoing.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have a par value of Ten Cents (\$.10) per share.

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**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 7552 Navarre Parkway, Unit #3, Navarre, Florida 32566, and the name of its initial registered agent at such address is Melvin L. Morrison.

**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be two. The names and addresses of the persons who are to serve as members of the initial board of directors are:

<u>Name</u>	<u>Address</u>
Melvin L. Morrison	2208 Wedgewood Court Navarre, Florida 32566
Kathryn B. Morrison	2208 Wedgewood Court Navarre, Florida 32566

**ARTICLE EIGHT
INCORPORATOR**

The name and address of the incorporator is Melvin L. Morrison, 2208 Wedgewood Court, Navarre, Florida 32566.

**ARTICLE NINE
EXECUTION**

Executed by the undersigned at Navarre, Florida on the _____ day of September, 1997.



Melvin L. Morrison, Incorporator

STATE OF FLORIDA

COUNTY OF SANTA ROSA

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Melvin L. Morrison, who is personally known to me or has produced Fl. Dr. Lic. # M625-612-42-449-0 as identification, who executed

the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 14th day of September, 1997.



MICHAEL JOEL PUGH
My Commission CG807342
Expires Nov. 01, 1999

Michael Joel Pugh
Signature
Notary Public
My commission expires: 11/1/99

**APPOINTMENT OF REGISTERED AGENT FOR CORPORATION
ACCEPTANCE OF APPOINTMENT**

To: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 607.0501 through 607.0505 of the Florida General Corporation Act and Section 621.13 of the Professional Service Corporation and Limited Liability Company Act, the following is submitted:

NAVARRE PAINT CENTER, INC., with its place of business at 7552 Navarre Parkway, Unit #3, Navarre, Florida 32566, has named Melvin L. Morrison located at that address as its agent to accept service of process within Florida.

Dated September 14, 1997.

Melvin L. Morrison
Melvin L. Morrison, Incorporator

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, and I accept the duties and obligations of Sections 607.0501 through 607.0505 of the Florida General Corporation Act.

Dated September 14, 1997.

Melvin L. Morrison
Melvin L. Morrison, Registered Agent

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STATE OF FLORIDA
COUNTY OF SANTA ROSA

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Melvin L. Morrison, who is personally known to me or has produced Fl. Dr. Lic. # M625-612-42-449-0 as identification, who executed the foregoing Appointment Of Registered Agent For Corporation and Acceptance of Appointment, and she acknowledged before me that she executed that Appointment Of Registered Agent For Corporation and Acceptance of Appointment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 14th day of September, 1997.



MICHAEL JOEL PUGH
My Commission CC507342
Expires Nov. 01, 1999

Michael Joel Pugh
Signature

Notary Public

My commission expires: 11/1/99