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February 10, 1998

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-02/12/98--01017--013  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Belton Custom Painting, Inc.  
110 Ludlow Drive  
Longwood, Florida 32779

Gentlemen;

Please find enclosed the original and one copy of the Articles of Incorporation of the above captioned corporation. Also please find a check in the amount of \$ 122.50 which represents the costs of filing fees, certified copy of the Articles of Incorporation and the Registered Agent Designation fees.

Should I be able to provide you with any additional information please do not hesitate to contact me directly at (407) 396-8800. Thank you in advance for your prompt consideration of the material contained herein.

Respectfully:

*Michael S. Osborn*

Michael S. Osborn  
Account for the above

cc: Douglas K. Belton  
File

Michael GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT art. XIII  
DATE 2/12/98  
DOC. EXAM TM

FILED  
98 FEB 12 PM 1:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

send to Michael Osborn!

TM-2/12/98

**ARTICLES OF INCORPORATION**  
**OF**  
**Belton Custom Painting, Inc.**

**Article I**

Name

The name of the corporation is Belton Custom Painting, Inc.

**Article II**

Duration

This corporation shall have a perpetual existence.

**Article III**

Purpose

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

**Article IV**

Address

The principal place of business or mailing address of this corporation shall be:

110 Ludlow Drive  
Longwood, Florida 32799

Prepared by:  
Michael S. Osborn  
4646 West Irlo Bronson Memorial Highway  
Kissimmee, FL. 34746  
407-396-7744

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TALLAHASSEE, FLORIDA

## **Article V**

### **Capital Stock**

This corporation is authorized to issue 100 shares of ONE DOLLAR (\$1.00) par value common stock.

## **Article VI**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 4646 W. Irlo Bronson Memorial Hwy, Kissimmee, Florida 34746, and the name of the initial registered agent of this corporation at the address is Michael S. Osborn.

## **Article VII**

### **Initial Board of Directors**

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

Douglas Belton  
President  
110 Ludlow Drive  
Longwood, Florida 32799

## **Article VIII**

### **Incorporators**

The name and address of the person signing these Articles is:

Douglas Belton  
110 Ludlow Drive  
Longwood, Florida 32799

## **Article IX**

### **Powers**

This corporation shall have all of the corporation powers enumerated in the Florida Business Corporation Act.

## **Article X**

### **Indemnification**

Provided the person proposed to be indemnified satisfies the requisited standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has cases to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

## Article XI

### Amendment

this corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

## Article XII

### Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provided that such Bylaw is not subject to amendment or repeal by the directors.

## Article XIII

### Beginning of Corporate Existence

The date when corporate existence shall begin shall be on the date of filing with the Secretary of State's Office.

  
\_\_\_\_\_  
Douglas Belton  
Incorporator

Dated: 2-9-98

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS  
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIG-  
NATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF  
FLORIDA.

1. The name of the corporation is: BELTON CUSTOM PAINTING, INC.

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

MICHAEL S. OSBORN

(Name)

4646 W. IRLO BRONSON MEM HWY

(P.O. Box not acceptable)

KISSIMMEE, FL 34746

(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*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.*

Michael S. Osborn  
(Signature)

2/9/98  
(Date)