E USE ONLY CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) (305)552-5973 MIAMI, FLORIDA (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) Pick up time Certified Copy Walk in Certificate of Status Mail out Will wait Photocopy AMENDMENTS ... **NEW FILINGS** Profit Amendment Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(9/92)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 15, 1998

LAZARUS

MIAMI, FL

SUBJECT: QUALITY PAINTERS, INC.

Ref. Number: W98000011131

We have received your document for QUALITY PAINTERS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 198A00027248

ARTICLES OF INCORPORATION

OF

The undersigned subscriber of these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be:

QUALITY PAINTERS. OF **AMERICA, INC.

4820 SW 17 ST., FORT LAUDERDALE, FL 33317

ARTICLE II

PURPOSES

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- a) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- b) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is Three hundreds (300) shares common stock, having a nominal or par Value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors, but in no event shall be less than \$1.00.

ARTICLE IV

TERM

This corporation shall commence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent of this corporation shall be GERMAN O MARTINEZ, and the Registered Office shall be located at: 4820 SW 17 ST., FT LAUDERDALE, FL 33317

Or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with Law.

The aforementioned location also constitutes the principal office.

ARTICLE VI

DIRECTORS

This corporation shall have not less than one or more than three directors, as set forth in the Bylaws. The name and street address of the first board of directors of this corporation who, subject to this Articles of Incorporation, By-laws of this corporation, and the laws of the State of Florida, shall hold office until his successors have been elected and qualified, is:

NAME

STREET ADDRESS

GERMAN O MARTINEZ - 4820 SW 17 ST., FT LAUDERDALE, FL 33317

ARTICLE VII

INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and place and under what conditions and regulations that accounts and books of the corporation (other than the stock book) or any of them shall be open to inspections of shareholders shall have the right of inspecting any account, book or document of this corporation except as conferred by statue, unless authorized by a resolution of the shareholders of the board of directors.

ARTICLE VIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred, The foregoing rights of indemnification shall be in addition to and not exclusive of all others rights to which such officer or directors may be entitled.

ARTICLE IX

TELEPHONE MEETING AUTHORIZATION

Member of the board of directors or any executive committee designed by the boar of directors in accordance with the law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can heard or be heard by all other persons, is used.

N WITNESS WHEREOF, the parties not incorporation for the uses and purposes	named below have hereby executive these Articles of sherein stated.
@ Granding a	
@ Consideration	President
(Champland)	Secretary
	Treasurer
STATE OF FLORIDA)	
COUNTY OF DADE)	
County name above to take acknowled	, before me, Notary Public duly authorized in the State and Igment, personally appeared:
to me know to be the person(s) describe Incorporation, in and who executed the same freely and voluntarily, for the use	be as subscriber(s) to the foregoing Articles of e same, and acknowledged before me that they executed the es and purposes therein expressed.
WITNESS my hand and official seal at	at Dade County, Florida, this day of
	• •
	Notary Public of the STATE OF

My commission expires:

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PERSUANT TO THE PROVISION OF SECTION 6070501 OR6170501 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:

 OUALITY PAINTERS, OF AMERICA, INC.
- 2. The name and address of the registered agent and office is:

GERMAN O MARTINEZ 4820 SW 17 ST., FT LAUDERDALE, FL 33317

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.

DIVISION OF CORPORATIONS, POBOX 6327, TALLAHASSEE, FL.

98 MAY 15 PM 2: 40 SECRETARY OF STATE.