

P98000050321

DIVISION OF CORPORATIONS
D.W. MCKINNON, DIVISION DIRECTOR
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: INCORPORATION OF NEW BUSINESS

GENTLEMEN:

ENCLOSED ARE (1) ARTICLES OF INCORPORATION, (2) CERTIFICATE DESIGNATING PLACE OF BUSINESS, AND (3) CHECK IN PAYMENT OF INCORPORATION FEES AS FOLLOWS:

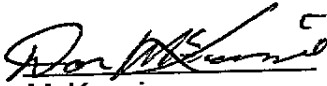
\$35.00 - FILING FEE
52.50 - CHARTER TAX (MINIMUM)
35.00 - CERTIFICATE DESIGNATING REGISTERED AGENT

122.50 TOTAL CHECK

PLEASE RETURN THE CERTIFIED COPY OF THESE ARTICLES OF INCORPORATION TO OUR OFFICE AT:

D & T Painting, Inc.
360 5th St NW.
Naples, Fl. 34120

SINCERELY,


Don McKenzie 100002545951--1
-06/03/98--01001--015
****122.50 ****122.50

Dmc
6/4/98

FILED
98 JUN -3 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

FILED

OF

98 JUN -3 PM 2: 27

D & T Painting, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

D & T Painting, Inc.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS AND PERFORM ALL OF THE POWERS AND PRIVILEGES GRANTED CORPORATIONS UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME SHALL BE ONE THOUSAND (1,000) SHARES WITH A PAR VALUE OF ONE DOLLAR (\$1.00) AND SHALL BE CLASSIFIED AS FOLLOWS:

SERIES A	VOTING	1,000 SHARES
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ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN ONE THOUSAND DOLLARS. (\$1,000.00).

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE VI

THE NAME AND ADDRESS OF THE CORPORATION'S INITIAL REGISTERED
AGENT IS:

Don McKenzie
360 5th St NW.
Naples, Fl. 34120

ARTICLE VII

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE
LOCATED AT:
360 5th St NW.
Naples, Fl 34120

AND MAY HAVE SUCH OTHER PLACES OF BUSINESS WITHIN AND WITHOUT
THE STATE OF FLORIDA, OR IN FOREIGN COUNTRIES AS MAY BE NECESSARY
OR CONVENIENT, AND AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS
OF THIS CORPORATION.

ARTICLE VIII

THIS IS A CLOSE CORPORATION AS CONTEMPLATED BY FLORIDA
STATUTE 607.72. THE CORPORATION WILL HAVE NO DIRECTORS AND
BUSINESS SHALL BE CONDUCTED BY THE SHAREHOLDERS OF THIS
CORPORATION.

ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES OF THE PRESIDENT, VICE PRESIDENT, SECRETARY AND TREASURER, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION, OR UNTIL THEIR SUCCESSORS ARE ELECTED PURSUANT TO THE CORPORATE BY-LAWS ARE AS FOLLOWS:

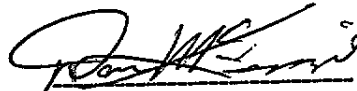
President Don McKenzie 360 5th St NW. Naples., Fl. 34120
Sec / Tres Anita McKenzie 360 5th NW . Naples, Fl 34120
Vice-President Terry Montgomery 360 5th St NW. Naples, Fl 34120

ARTICLE X

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THIS CERTIFICATE OF INCORPORATION IS AS FOLLOWS:

Don McKenzie
360 5th St NW.
Naples, Fl. 34120

I, THE UNDERSIGNED, BEING THE ORIGINAL SUBSCRIBER AND INCORPORATOR OF THE FOREGOING CORPORATION, DO HEREBY CERTIFY THAT THE FOREGOING CONSTITUTES THE CHARTER OF THE ABOVE CORPORATION.

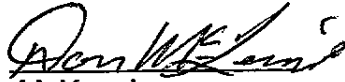


Don McKenzie

Incorporator

REGISTERED AGENT'S ACCEPTANCE

THE UNDERSIGNED, BY EXECUTION HEREOF, HEREBY ACCEPTS ALL OF
THE DUTIES AND RESPONSIBILITIES OF A REGISTERED AGENT FOR
D & T PAINTING, INC. A FLORIDA CORPORATION, IN ACCORDANCE WITH
FLORIDA STATUTES, SECTION 607.0501.



Don McKenzie

REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA