

Arthur Associates, P.A.

13876 SW 56 Street • Suite 256
Miami, FL 33175

ARTHUR R. SCOTT
President

Tel (305) 387-2500
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P98000080236

September 10, 1998

V I A FEDERAL EXPRESS

Secretary of State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002637481--8
-09/11/98-01076-004
****122.50 ****122.50

Gentlemen:

Re: Koufos Company, Inc.

Enclosed are the following regarding the incorporation of
Koufos Company, Inc.

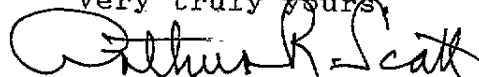
- 1 - Two (2) originals of Articles of Incorporation of Koufos
Company, Inc.
- 2 - Check of Gregory P. Koufos in the amount of \$122.50
representing the filing fees for incorporation.

Please process this filing as soon as convenient and forward the
Certificate of Incorporation to the following:

Koufos Company, Inc.
c/o Arthur Associates, P. A.
13876 S. W. 56 Street
Suite 256
Miami, Florida 33175

Thank you.

Very truly yours,


Arthur R. Scott
President

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation under the laws of the State of Florida

ARTICLE I

The name of this corporation is Koufos Company, Inc.

ARTICLE II

The purposes for which the corporation is initially organized are the following:

- a. To perform high-end custom residential painting of interior and exterior of houses.
- b. To perform decorative painted finishes and custom wall covering installations.
- c. Any other lawful activity permitted to be performed by professional/custom painting corporations under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, having a par value of One Dollar (\$1.00) each.

ARTICLE IV

This corporation shall have perpetual existence.

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DIVISION OF CORPORATIONS
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ARTICLE V

The address of the principal office and the mailing address of the corporation are as follows:

13105 S. W. 109 Place
Miami, Florida 33176

ARTICLE VI

The street address of the initial registered office of this corporation is:

13105 S. W. 109 Place
Miami, Florida 33176

and the name of the initial registered agent of this corporation at that address is Gregory P. Koufos.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the by-laws, but shall never be less than one

The name and the address of the Initial Director of this corporation is:

Gregory P. Koufos
13105 S. W. 109 Place
Miami, Florida 33176

ARTICLE VIII

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

Gregory P. Koufos
13105 S. W. 109 Place
Miami, Florida 33176

ARTICLE IX

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share and any authorized and unissued and Treasury Stock of this corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

ARTICLE X

This corporation reserves the right to amend, after or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

ARTICLE XI

- A. None of the stock of the corporation may be issued to anyone other than an individual who is duly licensed or otherwise legally authorized to render painting services in the State of Florida.
- B. No shareholder of the corporation shall enter into any voting trust agreement or any other type agreement vesting another person with authority to exercise the voting power of any or all of his or her stock.
- C. No shareholder of the corporation may sell or transfer their shares in the corporation except to another individual who is eligible to be a shareholder of the corporation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 10th day of September, 1998.

Gregory P. Koufos
Gregory P. Koufos

STATE OF FLORIDA:
COUNTY OF MIAMI-DADE:

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared Gregory P. Koufos, known to me and known by me to be the person 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 10th day of September, 1998.

Arthur R. Scott
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL ARTHUR R SCOTT NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC738355 MY COMMISSION EXP. MAY 23, 2002
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CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR
DOMICLE FOR THE SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act;

That KOUFOS COMPANY, INC., desiring to organize
under the laws of the State of Florida with its designated office
for service of process, as indicated in the Articles of
Incorporation in Miami, County of Miami-Dade, State of Florida,
has named Gregory P. Koufos located at 13105 S. W. 109 Place,
Miami, County of Miami-Dade, State of Florida, as its agent to
accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above stated corporation, at the place designated in this
certificate, I hereby accept to act in this capacity, and agree
to comply with the provision of said Act relative to keeping open
said office.


REGISTERED AGENT

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