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BERGMAN, SPIEWAK AND COMPANY, P.A.

CERTIFIED PUBLIC ACCOUNTANTS
499 NW 70 AVENUE, SUITE 116
PLANTATION, FLORIDA 33317-7573

GARRY S. BERGMAN, C.P.A.
MARC A. SPIEWAK, C.P.A.

PHONE: (954) 321-9991
FAX: (954) 321-9994
jesse@interpoint.net

August 31, 1998

New Corporations Department
State of Florida
P.O. Box 6327
Tallahassee FL 32314

Re: The Painting Co. II, Inc.

Enclosed are two copies of the Articles of Incorporation for The Painting Co. II, Inc. along with a check for \$122.50. Please activate the corporation and return a processed copy.

Thank you for your assistance in this matter.

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****122.50 *****78.75

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DIVISION OF CORPORATIONS
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MEMBERS OF:
AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS
FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS
CONNECTICUT SOCIETY OF CERTIFIED PUBLIC ACCOUNTANTS

R. Purint... OCT 20 1998

ARTICLES OF INCORPORATION

ARTICLE I CORPORATE NAME

The name of the Corporation is:

The Painting Co. II, Inc.

ARTICLE II PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporate Act, Chapter 607 of the State of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of Florida Corporations Code.

ARTICLE III REGISTERED OFFICE/AGENT

The street address of the Corporation's initial registered office in the State of Florida is:

7545 NW 68th Way
Parkland, FL 33067

and the name of its initial registered agent at such address is:

Ramon DeArmas

ARTICLE IV AUTHORIZED CAPITAL STOCK

The total number of shares of which the Corporation shall have the authority to issue are 100, and the par value of each share shall be \$1.00.

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ARTICLE V
PROVISIONS

The provisions for the regulations of the internal affairs of the Corporation shall be as set forth in the bylaws.

ARTICLE VI
DURATION

The duration of the Corporation shall be Perpetual, unless sooner dissolved according to law; corporate existence shall commence upon filing of these articles of incorporation by the Department of State.

ARTICLE VII
BOARD OF DIRECTORS

The name and address of each person who is to serve as members of the initial Board of Directors of the Corporation are as follows:

Ramon DeArmas
7545 NW 68th Way
Parkland FL 33067

Acknowledgment and Certificate of Registered Agent

Having been named to accept service of process for:

The Painting Co. II, Inc.

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.



Ramon DeArmas

10/20/98
Date

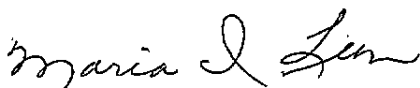
IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation on this, the 20 day of October, 1998



Ramon DeArmas

Personally appeared before me, the undersigned authority, Ramon DeArmas, to me well known as the person described in and who executed and subscribed to the foregoing articles of The Painting Co. II, Inc. and he(she) acknowledged before me that he(she) executed and subscribed the same for the purposes therein expressed.

IN WITNESS THEREOF, I have hereunto set my hand and official seal at Plantation (city), Broward (county), Florida, this 20th day of October, 1998.





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