

P99000037804

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

600002827606--5
-04/02/93--01020--002
*****78.75 *****78.75

SUBJECT: New -Age Painting Unlimited Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Dennis E. Lea-Scandrett
Name (Printed or typed)

6303 Hilltop Drive
Address

Panama City, Florida 32413
City, State & Zip

(850) 234-5298
Daytime Telephone number

FILED
99 APR 26 AM 9:24
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

W99-8255

APR 27 1993

NOTE: Please provide the original and one copy of the articles.

SHARON



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 6, 1999

DENNIS E. LEA-SCANDRETT
6303 HILLTOP DRIVE
PANAMA CITY, FL 32413

SUBJECT: NEW-AGE PAINTING UNLIMITED INC.
Ref. Number: W99000008255

COPY

We have received your document for NEW-AGE PAINTING UNLIMITED INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 399A00017427

PAT JONES
763-1969
769-4032

FILED
99 APR 26 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
NEW-AGE PAINTING UNLIMITED INC.

The undersigned persons, acting as incorporators of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is NEW-AGE PAINTING UNLIMITED INC..

ARTICLE II
SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

ARTICLE III
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the ^{& Principal} name of its initial registered agent at such address is:

Theresa C. Lea-Scandrett
6303 HILLTOP DRIVE
BAY County
PANAMA CITY BEACH, FL 32413

ARTICLE IV PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

DENNIS E. LEA-SCANDRETT
6303 HILLTOP DRIVE
PANAMA CITY BEACH, FL 32413

PARRIS JORDAN BROWN
13214 HIBISCUS STREET
PANAMA CITY BEACH, FL 32407

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE VII
OTHER PROVISIONS**

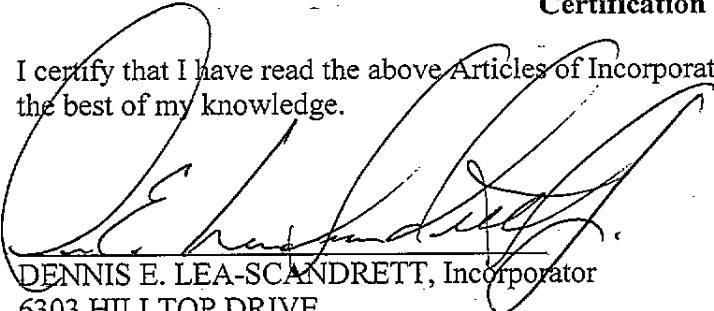
Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

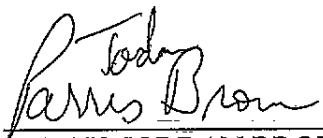
Corporate Seal. The corporation will have a corporate seal.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



DENNIS E. LEA-SCANDRETT, Incorporator
6303 HILLTOP DRIVE
PANAMA CITY BEACH, FL 32413



PARRIS JORDAN BROWN, Incorporator
13214 HIBISCUS STREET
PANAMA CITY BEACH, FL 32407

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 NEW-AGE PAINTING UNLIMITED INC.

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

Theresa C. Lea-Scandrett

(NAME)

6303 Hilltop Drive

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Panama City Beach, FL 32413

(CITY/STATE/ZIP)

FILED
99 APR 26 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Theresa C. Lea-Scandrett
(SIGNATURE)

Dennis E. Lea-Scandrett

April 10, 1999

(DATE)