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TRANSMITTAL LETTER

To: Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Fl 32314

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-05/05/99--01073--019
*****78.75 *****78.75

SUBJECT: HARPER BRUSH WORKS OF CENTRAL FLORIDA, INC.

Enclosed is an original and one (1) copy of the articles of incorporation for Harper Brush Works of Central Florida, Inc. and a check for:

- | | | |
|-------------------------------------|----------|--|
| <input type="checkbox"/> | \$70.00 | Filing Fee |
| <input checked="" type="checkbox"/> | \$78.75 | Filing Fee & Certificate |
| <input type="checkbox"/> | \$122.50 | Filing Fee & Certified Copy |
| <input type="checkbox"/> | \$131.25 | Filing Fee, Certified Copy & Certificate |

From: Deborah Rose Tracy, Esq.
Trinkle, Redman, Swanson
Byrd & Coton, P.A.
Post Office Box TT
Plant City, Fl 33564-9040
(813) 752-6133

Dated: May 3, 1999

FILED
99 MAY -5 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH MAY 10 1999

**ARTICLES OF INCORPORATION
HARPER BRUSH WORKS OF CENTRAL FLORIDA, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article 1 - Name of the Corporation: The name of the corporation shall be HARPER BRUSH WORKS OF CENTRAL FLORIDA, INC.

Article 2 - Place of Business and Mailing Address: The principal place of business of the corporation shall be 905 ½ West Reynolds Street, Plant City, Fl 33566 and its mailing address shall be Post Office Box 3591, Plant City, Florida 33564.

Article 3 - Authorized Stock: The aggregate number of shares of stock that this corporation is authorized to issue and have outstanding at one time is one thousand (1,000) shares, all of which shall be common shares with a par value of \$1.00.

Article 4 - Registered Agent: The name and address of the initial registered agent is Deborah Rose Tracy, Esq., Trinkle, Redman, Swanson, Byrd & Coton, P.A., 121 North Collins Street, Plant City, Fl 33566.

Article 5 - Incorporator: The name and street address of the incorporator to these Articles of Incorporation is Ellee M. Knight, 905 ½ West Reynolds Street, Plant City, Fl 33566.

Article 6 - Board of Directors: The Board of Directors shall consist of at least one (1) person, but no more than five (5). The name and address of the person who will serve on the initial Board of Directors is:

Ellee M. Knight
P.O. Box 3591
Plant City, Fl 33564

Article 7 - Sub-S Restrictions: This corporation is intended to be a Sub-S Corporation as that term is defined in the Internal Revenue Code and the corporations shall limit its shareholders to those qualified under such election.


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TALLAHASSEE, FLORIDA

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Article 8 - Amendment of the Articles: These articles may be amended at any time upon the majority vote of all stockholder eligible to vote in the matter, upon the majority vote of the members of the Board of Directors eligible to vote in this matter, or upon such other terms as set forth in the by-laws of the corporation.

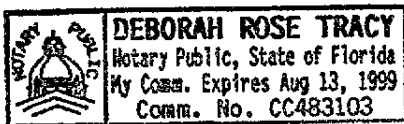
The undersigned has executed these Articles of Incorporation this 3 day of May, 1999.


Ellee M. Knight

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, the undersigned authority, by Ellee M. Knight, who is personally known to me or has produced Florida Driver's License _____ as identification. this 3rd day of May, 1999.


NOTARY PUBLIC



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, 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:

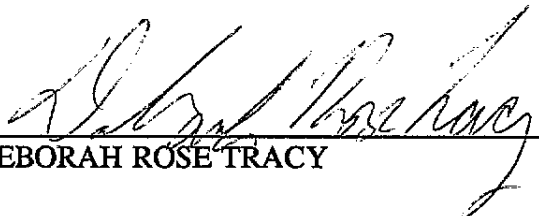
HARPER BRUSH WORKS OF CENTRAL FLORIDA, INC.

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

**Deborah Rose Tracy
Trinkle, Redman, et. al.
121 North Collins Street
Plant City, Fl 33566**

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.

5-3-99
Dated


DEBORAH ROSE TRACY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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