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NEW FILINGS XX Profit	AMENDMENTS Amendment		
Non-Profit	Resignation of R.A., Officer/Di	rector 00000288	312501
Limited Liability	Change of Registered Agent	-05/20/99)01066025
Domestication	Dissolution/Withdrawal	*****78.	75 *****78.75
Other	Merger		
			
OTHER FILINGS	REGISTRATION/QUALIFICATI	ON	
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
Name Reservation	Reinstatement		
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Examiner's Initials

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ARTICLES OF INCORPORATION

OF

Paint Time, Inc.

Article 1 - Name

FLORIDE STATE STAT

The name of this corporation is **Paint Time, Inc.** The mailing address for the corporation is 14 E. University Avenue, Suite 208, Gainesville, Florida 32601.

Article II - Duration

This corporation shall have a perpetual existence, commencing on the date of filing these articles with the Department of State.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 14 E. University Avenue, Suite 208, Gainesville, FL 32601 and the name of the initial registered agent of this corporation at that address is Richard E. Roundtree.

Article VII - Initial Board of Directors

The Board of Directors shall be elected as provided for in the By-Laws. This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Richard E. Roundtree

14 E. University Avenue

Suite 208

Gainesville, FL 32601

Jack D. Buckner

14 E. University Avenue

Suite 208

Gainesville, FL 32601

Article VIII - Incorporators

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

Richard E. Roundtree

14 E. University Avenue

Suite 208

Gainesville, FL 32601

Article IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 19% day of May, 1999.

Richard E. Roundtree

STATE OF FLORIDA COUNTY OF ALACHUA

Before me personally appeared **RICHARD E. ROUNDTREE** well known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed, that I relied upon the following form of identification: <u>personal knowledge</u>.

WITNESS my hand and official seal in the County and State named above this 19th day of May, 1999.

Notary Public

My commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN THIS STATE.

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted, in compliance with said Act;

THAT **Paint Time**, **Inc.**, desiring to organize under the laws of the State of Florida has named Richard E. Roundtree, 14 E. University Avenue, Suite 208, Gainesville, FL 32601, County of Alachua, State of Florida, as its registered agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment as registered agent and accept the obligations of that position with which I am familiar.

Richard F. Roundtree

FILED

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SECRETARY OF STATE
TALL AREA SECRETARY OF STATE