

BRADLEY D. SOUDERS, P.A.

ATTORNEY AND COUNSELOR AT LAW
202 S. MOODY AVENUE
TAMPA, FLORIDA 33609

Email: <http://www.tampainjury.com/>

CONCENTRATING IN
PERSONAL INJURY,
WRONGFUL DEATH
AND TRIAL PRACTICE

P99000054124

June 8, 1999

TELEPHONE
(813) 254-5155
1-800-254-5155
FAX 254-3756

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

700002903257--3
-06/14/99--01051--018
*****78.75 *****78.75

RE: Articles of Incorporation

Dear Sir/Madam:

Enclosed, please find the original Articles of Incorporation for George Dirda HY Klass Painting, Incorporated and our filing fee check drawn in the amount of \$78.75.

Please forward the copy of the certificate of incorporation and provide us a certified copy of the Articles of Incorporation.

Thank you for your time and attention to these matters. Please contact our office if you have any questions or concerns regards the enclosures.

Sincerely,



Bradley D. Souders

BDS/kah

Enclosures: Articles of Incorporation and Filing Fee

FILED
99 JUN 14 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 15 1999

FILED

99 JUN 14 AM 10:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GEORGE DIRDA HY KLAAS PAINTING, INCORPORATED

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopts the following Articles of Incorporation as the Charter of the corporation hereby organized.

ARTICLE I

NAME

Section 1.1 Designation: The Corporation shall be a corporation for profit pursuant to Chapter 607 Florida Statutes, and its name shall be:

GEORGE DIRDA HY KLAAS PAINTING, INCORPORATED,

said name shall be so registered with the Florida Department of State, Division of Corporations.

ARTICLE II

DURATION

Section 2.1 Perpetual Existence: The corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, unless terminated earlier.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

Section 3.1 Place of Business: The Principal place of business of the Corporation shall be located at 10012 Oasis Palm Drive, Tampa, Florida 33615 or at such other places as may from time-to-time be specified by the Board of Directors (the Board).

Section 3.2 Mailing Address. The mailing address of the corporation is 10012 Oasis Palm Drive, Tampa, Florida 33615.

ARTICLE IV

PURPOSES AND POWERS

Section 4.1 Purpose: This Corporation is organized for the purpose of engaging in all lawful businesses permitted to a corporation organized under Chapter 607, Florida Statutes. The Florida General Corporation Act, as in effect from time-to-time, including watercraft rental and repair, and everything necessary, proper, advisable, or convenient for the accomplishment thereof, and to do all other things incidental to said purpose or connected therewith that are not for the accomplishment thereof, and to do all other things incidental to said purpose or connected therewith that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out said purpose in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that it is not forbidden by the law of the state, territory, district, or possession or the United States, or by the foreign country.

ARTICLE V

OFFICERS

Section 5.1 Officers. The affairs of the Corporation shall be managed by a President and by such other officers, including a Vice-President, Secretary, Treasurer, or such other officers as the Board may determine in its discretion to be necessary.

Section 5.2 Appointment. The procedure for appointment of the above officers shall be as specified by the Board as from time-to-time amended.

ARTICLE VI

CORPORATE POWERS

Section 6.1 Powers. The Corporation shall have all the powers set forth in Chapter 607, the Florida Business Corporation Act, as in effect from time-to-time, and such other powers as allowed by law.

ARTICLE VII

STOCK

Section 7.1 Shares: The Corporation is authorized to issue One-Thousand (1000) shares of Capital Stock having a par value of One Dollar (\$1.00) per share payable in lawful money of the United States of America or in other property, tangible or intangible, or in labor or services actually performed for the Corporation at a just valuation to be fixed by the Board. The authorized and/or issued Capital Stock of the Corporation may at any time be increased or decreased as provided by the laws of the State of Florida. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Section 7.2 Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board, dividends payable either in cash or in property solely out of the unreserved and unrestricted earned surplus of the Corporation, and dividends payable in shares of the Capital Stock of the Corporation solely out of any unreserved and unrestricted surplus of the Corporation, as provided by the laws of the State of Florida.

Section 7.3 Classes or Series of Stock: The shares of Capital Stock of the Corporation may not be divided into either classes or series.

ARTICLE VIII

AMENDMENT

Section 8.1 Procedure. Unless otherwise set forth herein, the Corporation reserves the right, in accordance with the laws of the State of Florida governing Corporations, to amend, alter, modify, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendments thereto, and any rights conferred upon any stockholders are subject to reservation.

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

Section 9.1 Registered Agent and Address Subject to the change from time-to-time by the Board, the street address of the registered agent of the Corporation is 1406 Wickford Place, Brandon, Florida, and Jiri Dirda, shall be the initial Registered Agent of the Corporation at that address.

ARTICLE X

INCORPORATOR AND INITIAL AGENT AND ADDRESS

Section 10.1 Designation. This Corporation shall have one (1) Director initially. The number of directors may be either increased or decreased from time-to-time by action in accordance with the Bylaws of the Corporation as from time-to-time adopted or amended by the Board of Directors. The name and address of the incorporator and of the initial Director of the Corporation, who shall serve as Director until said Director's respective successor is elected and has qualified pursuant to the Bylaws of the Corporation, is: George Dirda, 10012 Oasis Palm Drive, Tampa, Florida 33615.

ARTICLE XI

BYLAWS

Section 11.1 Bylaws: The Board of Directors may adopt and amend Bylaws for the corporation as provided in the Florida General Corporation Law, by majority vote.

ARTICLE XII

INDEMNIFICATION

Section 12.1 Officers, Directors, and Employees: This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by the laws of the State of Florida.

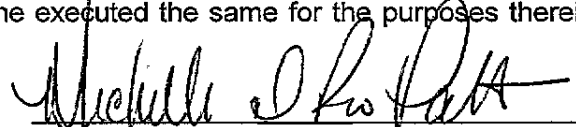
IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name this 10 day of May, 1999.



GEORGE DIRDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10 day of May, 1999 by GEORGE DIRDA, who did not take an oath, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

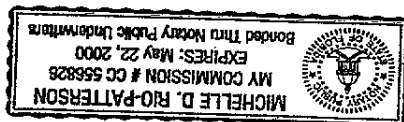


Signature of Notary

Michelle D. Rio-Patterson
Name of Notary, typed or printed

Commission No: 0556886

Expiration Date: 5/22/00



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN FLORIDA


In compliance with Section 48.091, Fla. Stat. (1985), the following is submitted:

GEORGE DIRDA, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 10012 Oasis Palm Drive, Tampa, Florida 33615 has named JIRI DIRDA, as its agent to accept service of process within the state of Florida.

GEORGE DIRDA HY KLAAS PAINTING, INCORPORATED

By: 
Name: GEORGE DIRDA
Title: President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.


Name: JIRI DIRDA
Date: 5, 10

99 JUN 14 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED