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SAMUEL E. DUKE

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September 16, 1999

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

800002985838--8
-09/24/99-01024-001
****122.50 *****78.75

Re: Rick's Painting, Inc.

Gentlemen:

Enclosed for filing are the original and one copy of the Articles of Incorporation, and Designation of Registered Agent of Rick's Painting, Inc.

Also enclosed is a check in the amount of \$122.50 in payment of the following costs:

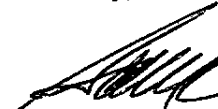
Filing Fee	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy of Articles of Incorporation	<u>52.50</u>

TOTAL: \$122.50

Please file these Articles of Incorporation, certify the enclosed copy and return same to me at this office.

Thank you for your assistance.

Sincerely,


Samuel E. Duke

SED/jes
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP 24 AM 11:09

FILED

9-25-99
wc

ARTICLES OF INCORPORATION
OF
RICK'S PAINTING, INC.

99 SEP 24 AM 11:09
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of the corporation is RICK'S PAINTING, INC.

ARTICLE II.

The street address of the initial principal office of the corporation is 5035 Avon Street, Lake Wales, Florida 33853.

ARTICLE III.

The duration of the corporation shall be perpetual.

ARTICLE IV.

The general purposes for which the corporation is organized are:

1. To engage the general business of painting, residential and commercial, as contractor or subcontractor, upon new construction or repainting or repairs of existing structures, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or other things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes here mentioned.
2. To transact any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V.

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares of common stock. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share. Said stock shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE VI.

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VII.

The street address of the initial registered office of the corporation is 5035 Avon Street, Lake Wales, Florida 33853, and the name of the initial registered agent of the corporation at such address is Richard L. Smith.

ARTICLE VIII.

The number of directors constituting the corporation's initial board of directors is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Richard L. Smith

5035 Avon Street
Lake Wales, FL 33853

Shirley J. Smith

5035 Avon Street
Lake Wales, FL 33853

ARTICLE IX.

The names and address of the persons signing these Articles of Incorporation are:

Richard L. Smith

5035 Avon Street
Lake Wales, FL 33853

Shirley J. Smith

5035 Avon Street
Lake Wales, FL 33853

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 20th day of September, 1999.

Witnesses:

Witnesses:

Richard L. Smith
RICHARD L. SMITH

Judith E. Stenger

Shirley J. Smith
SHIRLEY J. SMITH

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned Notary Public, personally appeared RICHARD L. SMITH and SHIRLEY J. SMITH, who are personally known to me, ~~or who have produced D.L. Nos. as identification~~ _____ and who are known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation freely and voluntarily and for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my signature and affixed my official seal in the state and county aforesaid, this 20th day of September, 1999.



Judith E Stenger
MY COMMISSION # CC800448 EXPIRES
February 12, 2003
BONDED THRU TROY FAIN INSURANCE INC.

Judith E. Stenger
JUDITH E. STENGER
Notary Public, State of Florida
My Commission Expires: 2/12/03

CERTIFICATE OF DESIGNATION OF 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 RICK'S PAINTING, INC.
2. The name and address of the registered agent and office is:

RICHARD L. SMITH
5035 Avon Street
Lake Wales, FL 33853

FILED
99 SEP 24 AM 11:10
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.


RICHARD L. SMITH
Registered Agent