P96000026159

DAVID F. ALBRECHT
PROFESSIONAL ASSOCIATION
ATTORNEY AND COUNSELOR AT LAW

2012 TWENTY-EIGHTH AVENUE
TELEPHONE (407) 567-3424
FAX: (407) 567-3426

MAILING ADDRESS:
POST OFFICE BOX 2258
VERO BEACH, FLORIDA
32961-2258

March 15, 1996

500001750355
-03/20/96--01008--006
*****70.00 *****70.00

Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Southern Solid Surface, Inc.

Gentlemen:

Please find enclosed the original and one copy of Articles of Incorporation for the above Corporation, together with check in the amount of $70.00 to cover the following fees:

Filing Fee	$ 35.00
Registered Agent Designation	35.00

Please return the enclosed copy of the Articles stamped with the filing date along with your letter acknowledging receipt of same.

Thank you for your time and consideration.

Sincerely,

David F. Albrecht

dmt
enclosures
cc: Hollis Wade Goodman

FILED
96 MAR 19 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 25 1996

ARTICLES OF INCORPORATION OF
SOUTHERN SOLID SURFACE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporations Act, hereby adopts the following Articles of Incorporation:

FILED
96 MAR 19 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be:

SOUTHERN SOLID SURFACE, INC.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

This Corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the Corporation as set forth in Article II.

ARTICLE IV

This Corporation has the authority to issue one thousand shares of common stock with a par value of One Dollar ($1.00) per share.

ARTICLE V

This Corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this Corporation in the State of Florida is: 4901 North U.S. 1, Suite H, Vero Beach, Florida 32967. The Board of Directors may from time to time move the principal office to any other address in Florida.

DAVID F. ALBRECHT, P. A.
ATTORNEY AT LAW
P. O. BOX 2258
VERO BEACH, FLORIDA
32961
TEL: (407) 567-3424

ARTICLE VII

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws. The date of the annual meeting shall be fixed by the Bylaws.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are:

Hollis Wade Goodman, Jr. — 760 16th Avenue
Vero Beach, Florida 32962

Sue Ann Goodman — 760 16th Avenue
Vero Beach, Florida 32962

These Directors shall hold office until the first annual meeting or until their successors are elected or appointed and qualified as provided in the Bylaws. Directors shall hereafter be elected by the shareholders.

ARTICLE IX

The names and addresses of the initial officers of this Corporation, who shall hold office for the first year or until their their successors are chosen, elected or appointed, and qualified as provided in the Bylaws are as follows:

President — Hollis Wade Goodman, Jr.
760 16th Avenue
Vero Beach, Florida 32962

Vice President and Secretary — Sue Ann Goodman
760 16th Avenue
Vero Beach, Florida 32962

The officers shall hereafter be elected by the Directors.

ARTICLE X

Unless otherwise provided in the Bylaws, 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The Bylaws may provide that every stockholder is not to have the right to so purchase. The Bylaws may provide for cumulative voting for Directors and may make provisions governing the issuance of stock certificates to replace lost or destroyed certificates. Provided further, the stockholders of this Corporation may enter into such stockholders and trustees agreements as they may see fit, whereby such stockholders may limit their voting rights by virtue of such agreements.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation may be made.

ARTICLE XII

The registered agent for service of process within the State of Florida shall be: Hollis Wade Goodman, Jr.
760 16th Avenue
Vero Beach, Florida 32962

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 15th day of March, 1996.

Hollis Wade Goodman, Jr.
Incorporator/Subscriber

Sue Ann Goodman
Incorporator/Subscriber

ACCEPTANCE BY REGISTERED AGENT

I am familiar with, and hereby accept, the duties and responsiblities of Registered Agent for SOUTHERN SOLID SURFACE, INC.

Hollis Wade Goodman, Jr.

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, an officer duly qualified in the State and County aforesaid to take acknowledgments, personally appeared HOLLIS WADE GOODMAN, Jr. and SUE ANN GOODMAN, known to me to be the persons who executed the foregoing Articles of Incorporation of SOUTHERN SOLID SURFACE, INC., and they acknowledged that they executed the same and furnished Florida Drivers' Licenses as identification.

WITNESS my hand and official seal at Vero Beach, Indian River County, Florida, this 15th day of March, 1996.

Notary Public

DOLLY M. THOMPSON
MY COMMISSION # CC 247305
EXPIRES: December 14, 1996
Bonded Thru Notary Public Underwriters

P96000026159

DAVID F. ALBRECHT
PROFESSIONAL ASSOCIATION
ATTORNEY AND COUNSELOR AT LAW

2012 TWENTY-EIGHTH AVENUE

TELEPHONE: (561) 567-3424
FAX: (561) 567-3426

MAILING ADDRESS:
POST OFFICE BOX 2258
VERO BEACH, FLORIDA
32961-2258

September 27, 1996

Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

500001961566
-10/01/96--01153--009
*****35.00 *****35.00

Re: Southern Solid Surface, Inc.

Gentlemen:

Please find enclosed the original and one copy of Articles of Amendment for Southern Solid Surface, Inc. changing the name of this Florida Corporation to Solid Surface of Vero Beach, Inc. and a change of the street address for the principal office of the Corporation. Also enclosed is my check for $35.00 to cover the fee for this amendment.

Please place your filing stamp on the enclosed copy of the Articles of Amendment and return same to me in the envelope provided herewith.

Thank you for your time and consideration.

Sincerely,

David F. Albrecht

dmt
enclosures

SH 10/7

FILED
96 OCT -1 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
SOUTHERN SOLID SURFACE, INC.

SOUTHERN SOLID SURFACE, INC., a Corporation organized and existing under the Laws of the State of Florida pursuant to Articles of Incorporation assigned Document Number P96000026159 filed in the Office of the Secretary of State on March 19, 1996, hereby certifies as follows:

1. By written action dated September 25, 1996, the Board of Directors and Shareholders of the Corporation adopted the following resolutions:

> **RESOLVED** that the Articles of Incorporation of SOUTHERN SOLID SURFACE, INC. be amended so as to change the name of the Corporation to SOLID SURFACE OF VERO BEACH, INC., and that Article I shall be amended to read:
>
> **"The name of the Corporation shall be SOLID SURFACE OF VERO BEACH, INC."**
>
> **RESOLVED** that the street address of the principal office of the Corporation has been changed to: 6010 Old Dixie Highway, Suite E, Vero Beach, Florida 32967.

2. These Articles of Amendment were approved by all of the Directors of the Corporation and by all of the shareholders.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 25th day of September, 1996.

SOUTHERN SOLID SURFACE, INC.

By Hollis Wade Goodman Jr.
Hollis Wade Goodman, Jr.
President

(Corporate Seal)

Attest Sue Ann Goodman
Sue Ann Goodman, Secretary

FILED
96 OCT -1 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DAVID F. ALBRECHT, P. A.
ATTORNEY AT LAW
P. O. BOX 2258
VERO BEACH, FLORIDA
32961
TEL: (407) 567-3424

RESOLUTIONS ADOPTED BY THE STOCKHOLDERS AND DIRECTORS OF
SOUTHERN SOLID SURFACE, INC.

The undersigned, being all of the stockholders and all of the Directors of Southern Solid Surface, Inc., do hereby certify the following transactions and adopt the following resolutions:

WHEREAS, the Corporation is desirous of changing its name to SOLID SURFACE OF VERO BEACH, INC., it is hereby

> **RESOLVED**, that the Articles of Incorporation of SOUTHERN SOLID SURFACE, INC. be amended so as to change the same of the Corporation to SOLID SURFACE OF VERO BEACH, INC., and that Article I shall be amended to read:
>
> **"The name of the Corporation shall be SOLID SURFACE OF VERO BEACH, INC."**
>
> **RESOLVED** that the street address of the principal office of the Corporation has been changed to: 6010 Old Dixie Highway, Suite E, Vero Beach, Florida 32967.

FILED
96 OCT -1 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

There being no further business to come before the meeting, the same was thereupon adjourned.

DATED this 25th day of September, 1996.

Hollis W Goodman
Hollis Wade Goodman, Jr.
Shareholder and Director

Sue Ann Goodman
Sue Ann Goodman
Shareholder and Director

I, Sue Ann Goodman, Secretary of Southern Solid Surface, Inc., do hereby certify that the above and foregoing constitutes a true and accurate record of the action taken by the stockholders and directors of that Corporation, which is signed by each stockholder and director, and the original is filed in the minute book of the Corporation and constitutes the actions of the stockholders and directors as fully and completely taken at said meeting.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of the corporation, this 25th day of September, 1996.

Sue Ann Goodman
Sue Ann Goodman, Secretary