

TRANSMITTAL LETTER

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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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SUBJECT:

DREAM SCREENS, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Ronald Desrochers
Name (Printed or typed)

1809 Buccaneer Ter
Address

Sarasota, FL 34231
City, State & Zip

941-953-2670
Daytime Telephone number

FILED
98 SEP 21 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. SMITH SEP 23 1998

Articles of Incorporation of DREAM SCREENS, INC.

ARTICLE I. NAME

The name of this corporation shall be DREAM SCREENS, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the state of FLORIDA. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of manufacturing screen products, and engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000,000 shares at \$1.00 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

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

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98 SEP 21 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of DREAM SCREENS, INC.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, Copy Of Which Is On File At This Corporation's Principal Office."

Articles of Incorporation of DREAM SCREENS, INC.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 3. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Donald A. Desrochers, 1809 Buccaneer Terrace, Sarasota, FL 34231

Mary Ann Desrochers, 1809 Buccaneer Terrace, Sarasota, FL 34231

Daniel A. Desrochers, 1850 Beneva Court, #1304, Sarasota, FL 34232

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

1809 Buccaneer Terrace, Sarasota, FL 34231

The name of the individual who shall serve corporation's initial registered agent at that address is:

Donald A. Desrochers, 1809 Buccaneer Terrace, Sarasota, FL 34231

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's Incorporator, Donald A. Desrochers, 1809 Buccaneer Terrace, Sarasota, FL 34231.

Articles of Incorporation of DREAM SCREENS, INC.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Donald A. Desrochers

Donald A. Desrochers, 1809 Buccaneer Terrace, Sarasota, FL 34231
Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of DREAM SCREENS, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for DREAM SCREENS, INC.

Desrochers, Donald A.

Donald A. Desrochers, 1809 Buccaneer Terrace, Sarasota, FL 34231 Registered Agent, State Of FLORIDA County of Manatee

On September 18, 1998 Donald A. Desrochers, 1809 Buccaneer Terrace, Sarasota, FL 34231, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of DREAM SCREENS, INC.

Donna J. Carlisle
Notary Public

Donna J. Carlisle
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

FILED
98 SEP 21 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FL 32399
(SEAL)