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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait _____ Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SD
1/26

Examiner's Initials

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ARTICLE I -- NAME

The name of this corporation is **SUNNY BARNARD CUSTOM WINDOWS, INC.**

ARTICLE II--DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV-- CAPITAL STOCK

This corporation is authorized to issue 7500 shares of One Dollar (1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V -- PRE-EMPTIVE RIGHTS

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 VI-- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6215 Syringa Lane, Jacksonville, FL 32211 and the name of the initial registered agent of this corporation is Iona K. Coates.

ARTICLE VII-- INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the corporation and shall be increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the Corporation is:

Sunny Barnard, 130-13 A1A North, Suite 184, Ponte Vedra Beach,
FL 32082

ARTICLE VIII-- INCORPORATORS

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

Sunny Barnard, 130-13 A1A North, Suite 184, Ponte Vedra Beach,
FL 32082

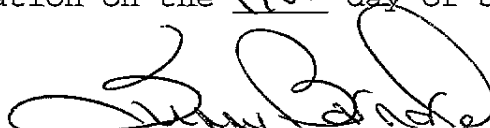
ARTICLE IX-- INDEMNIFICATION

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 provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 17th day of January.


Sunny Barnard

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **Sunny Barnard** known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and county above, this 17th day of January, 1999.

Jona K. Coates
Notary Public, State of Florida



Iona K Coates
My Commission CC617361
Expires February 17, 2001

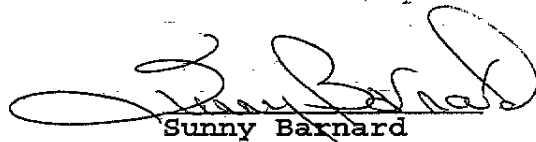
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CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida
Statutes, the following is submitted:


First, that desiring to organize and/or qualify under the
laws of the State of Florida, with its principle place of business
at 130-13 A1A North, Suite 184, Ponte Vedra Beach, FL 32082 has
named **Iona K. Coates**, located at 6215 Syringa Lane, Jacksonville,
FL 32211 its agent to accept service of process within Florida.

Dated 1-17-99



Sunny Barnard

Having been named to accept service of process for the above
named 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
performance of my duties.



Iona K. Coates
Registered Agent

SIGNED AND SWORN TO: This 17th day of January, 1999.