

285744

**BILL & LYNN'S GLASS
AND SHELVING, INC.**

**6900 HERITAGE DRIVE
SUITE B
PORT ST LUCIE, FL
34952**

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 30 AM 9:37

February 26, 2001

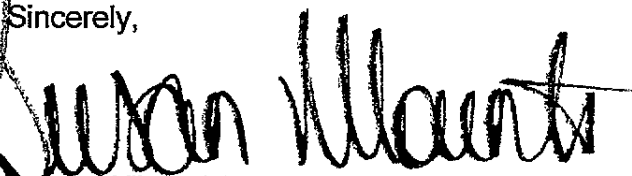
Corporate Records Bureau
Division Of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-04/03/01--01028--014
*****23.75 *****23.75

Dear Sir or Madam:

Find enclosed Amendment to Charter of Bill & Lynn's Glass and Shelving, Inc.
together with our check in the amount of \$30.00 for filing fee and a certified copy.
Thanks.

Sincerely,



Susan Wilson-Mounts
Vice-President/Registered Agent

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-03/12/01--01102--009
*****30.00 *****30.00

Enclosures: \$30.00 check, original and copy of Amendment to Charter

(Handwritten initials)

cc & CWS

Amend.

V. SHEPARD APR 5 2001

(Handwritten initials)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 19, 2001

SUSAN WILSON-MOUNTS
BILL & LYNN'S GLASS & SHELVING, INC.
6900 HERITATE DR., STE. B
PORT ST. LUCIE, FL 34952

SUBJECT: BILL & LYNN'S GLASS & SHELVING, INC.
Ref. Number: 285744

We have received your document for BILL & LYNN'S GLASS & SHELVING, INC. and your check(s) totaling \$30.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

There is a balance due of \$5.00.

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

→ (a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

Velma Shepard

Rec'd 3/30

**AMENDMENT TO CHARTER
OF
BILL & LYNN'S GLASS & SHELVING, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 30 AM 9:37

We, the undersigned subscribers, hereby associate ourselves together for the
Purpose of Amending the corporate officers and directors.

ARTICLE I

The name of the corporation shall remain the same.

ARTICLE II

The nature of the business of the corporation shall be:

- (a) To buy, sell, install, construct and do all things necessary and pertinent to the operation of the sale and/or installation of glass, windows, shelving and all things pertaining thereto and appearing necessary to operating the type of business operation that buys, sells, and deals generally in glass, windows, and shelving, together with the repair, operation, maintenance and general traffic of the said business including the owning or rolling equipment from time to time necessary in the business including the purchase, repair, maintenance, service of any mobile or stationary units and/or automobiles and/or trucks and truck equipment generally.
- (b) To operate as a holding company and/or as a trustee holding in trust for the owners and/or stockholders of the company, such assets, bonds, shares, investments of all types and nature as a trustee generally as may from time to time be designated by a trust agreement executed by the proper officer of the corporation and filed in the records of the residence of the persons for whom the trust is held, that is to say, the residence of the chief beneficiary or beneficiaries.
- (c) To buy and sell real estate and to hold, purchase, mortgage and convey real and personal property in the name of the corporation and to exercise all the powers conferred by Laws of Florida under corporations formed under the act pursuant to and under which this corporation is formed.
- (d) To accept for collection, accounts of any nature and as agent accepting for collection on any account assigned, with the full authority to engage counsel as necessary for the same.

ARTICLE III

The maximum number of shares of this corporation shall be ONE HUNDRED (100) SHARES of no par value.

ARTICLE IV

The amount paid in capital with which this corporation shall begin business shall be FIVE HUNDRED (\$500.00) DOLLARS paid in either money, services, or kind.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The principal office and place of business of this corporation shall be 6900 Heritage Drive Suite B, Port St Lucie, Florida, but the corporation shall have the right to change the principal office and/or the right to establish and maintain branch offices and places of business in other locations by resolution of the corporation, in the State of Florida or in other States of the United States as may be determined from time to time by the Board of Directors.

ARTICLE VII

The business of the corporation shall be conducted by the President of the corporation who shall, wherever within his discretion possible, act under the advice and counsel of the Board of Directors, which Board of Directors shall at times, consist of not less than three nor more than five members and further providing that there may be directors who are not stockholders or shareholders of the corporation but at no time shall there be more no-owner directors than there are owner directors. The number of Directors shall be fixed by this Charter and may be from time to time varied, changed, increased or decreased, as may be set out by the By-Laws, and in the absence thereof, may be changed only by election of subsequent directors and/or officers, said election being a majority of the shareholders at any given time being the owners of shares and voting shares.

ARTICLE VIII

The names and addresses of the Board of Directors who shall hold office for the first year of the corporation's existence following this Amended Charter and henceforth until re-elected and who shall operate the business are as follows:

SUSAN E. WILSON-MOUNTS 550 NW Twylite Terrace, Port St Lucie, Florida
34983

BILLY HOWARD MOUNTS 550 NW Twylite Terrace, Port St Lucie, Florida
34983

and such persons as may from time to time be elected by a majority of the forenamed and shall have such right and authority as the directors delegate. The officers of the corporation shall operate and manage the business with rights inferior only to the rights of the President of the Corporation who shall act as President and Manager and the said President-Manager until changed by majority of the shareholders owning, shall be BILLY HOWARD MOUNTS, who shall for all purposes, be the manager except wherein a discretionary trust is being operated by the corporation and in which said event, the said manager shall not have the deciding vote as to dispensing or disbursing money wherein he shall be a named beneficiary under such a trust, being completely within one other shareholder-owner under the corporation and the company attorney and should there be a deadlock in such decision, the said deadlock may be untied by the trust officer of the bank where the corporation is doing business at the time of the necessity for untying the vote of a deadlock between the said attorney and said other owner-shareholder of the corporation. All other matters of the corporation shall be operated under the advice of the Board of Directors and by the authority of the President-Manager who shall have the power to do all things necessary to the general course of business, buying and selling in the current operation of the business as hereinabove set out, except that all checks and drafts shall be endorsed individually by the President or the Vice President or the signatures of two other officers as authorized by a resolution passed by a majority of the shareholders on any given date, one of who shall be either the Secretary or the Treasurer of the corporation. The officers of the corporation are:

BILLY HOWARD MOUNTS 550 NW Twylite Terrace
Port St Lucie, Florida 34983
President/Treasurer

SUSAN E. WILSON-MOUNTS 550 NW Twylite Terrace
Port St Lucie, Florida 34983
Vice President/Secretary

ARTICLE IX

- (A) The shares of capital stock in this corporation may be issued and sold for the same price per share as the subscribers determine except that no stock or shares other than one to each of the foregoing, shall be issued except on the vote of a majority of the owners and holders of shares of the corporation on any given date. That regardless of the number of shares held by any party, all of the business of the corporation, except as may be subsequently amended under this Charter, shall be conducted by the manager under the advice and counsel of the shareholders.
- (B) In the event any of the shareholders shall elect to sell, transfer or convey the shares held, the same shall be first offered to the corporation as capital stock to be divided between the remaining shareholders; and in the event any shareholder shall die or become incompetent, said shares shall revert to the company as capital stock and the ownership thereby shall not entitle the holder-owner to any right of ownership, management, or directorship without the vote of 51% of those directors remaining as directors after the removal of the director owning the said stock reverting back to the corporation by demise or incapacity of the prior owner; shares not in possession of owner or authorized holder for said owner, shall have no right by reason of possession of said shares and all right of ownership therein upon being out of possession of said owner, shall cause the ownership therein to revert to the corporation as capital stock, and the said capital stock so reverting, shall be owned by the remaining shareholders as trustees for the heir of such expiring or incapacitated shareholder except that in the event the person rightfully evolving into ownership should the parties not have reverted, that is to say, the widow or other heir may be adjudicated or by the remaining shareholders agreed upon to be competent to own and hold the said share and thereupon the said heir shall be entitled to all of the right heretofore held by the said deceased or incapacitated shareholder. In summary, the surviving shareholders shall act as trustee for an incapacitated or deceased shareholder either by agreement or by Court's adjudication in the County of the office of the corporation or by termination of the trust at the discretion of the trustee.

ARTICLE X

- (A) The maximum amount of authorized capital stock shall not exceed TEN THOUSAND (\$10,000.00) DOLLARS and the greatest amount of indebtedness of liability to which this corporation shall at any time subject itself, shall be TWO HUNDRED FIFTY THOUSAND (\$250,000.00) DOLLARS, except that upon resolution of the holders of one hundred (100%) percent of the stock outstanding as the act of the corporation, said corporation may increase the indebtedness to such extent as may be adopted.
- (B) That two shares of stock shall be issued to each of the above owner-directors and no further shares shall be issued without a vote of 51% of the said existing shareholders.

ARTICLE IX

- (A) The officers of this corporation shall consist of a President, Vice President, and such other Vice Presidents as above set out or hereinafter elected, Secretary and Treasurer, two of who shall be shareholders of the corporation. They shall be chosen by the Board of Directors at each annual meeting of the corporation, and shall hold office for one year or until their successors have been elected and qualified, and shall have management powers and perform such duties except as may be altered by the By-Laws from time to time determined by the shareholders.
- (B) Shareholders not set out above as officers of corporation may be added as first, second, etc. vice-presidents and/or secretaries as from time to time appears in the interest of the corporation.

ARTICLE XII

The names and addresses of the prior shareholders in the corporation as initially chartered and named, having heretofore in the previous amendment, Article XII, acknowledge return to the corporation any right or interest by them previously owned, thereby further acknowledge only shareholders at and following the amendment to the Charter be:

SUSAN E. WILSON-MOUNTS	550 NW Twylite Terrace Port St Lucie, Florida 34983	2 shares
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BILLY HOWARD MOUNTS	550 NW Twylite Terrace Port St Lucie, Florida 34983	2 shares
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(This stock is non-assessable and to be issued upon 51% of the shareholders vote and has no ownership or voting rights other than as voted by the said 51%.) The above named persons hereby subscribe their names as the amended subscribers to this Articles of Incorporation and acknowledge that the provisions of the Charter and the rights of the subscribers and the officers hereinafter subscribed acknowledge that the provisions of the Charter and the rights of the subscribers and shareholders herein set out above is in accord with the acts of the corporation under a called meeting and the hereinafter subscribed names, acknowledge all right of the prior shareholders or subscribers have been adopted by and maintained in force by SUSAN E. WILSON-MOUNTS and BILLY HOWARD MOUNTS.

ARTICLE XIII

All business of the corporation shall be conducted by the officers of the corporation subject to the direction of the President of the corporation and all legal documents shall be endorsed by one officer or two stockholders, except the bills and checks signed in the ordinary course of business may be endorsed by the Vice-President or in absence of same, by two other officers hereinabove provided.

ARTICLE XIV

That SUSAN E. WILSON-MOUNTS herein subscribed, accepts as being the said Registered Resident Agent for the corporation and may be served as such at 550 NW Twylite Terrace, Port St Lucie, Florida 34983.

IN WITNESS WHEREOF, we have hereunto set our hands and seal this the
1st day of ~~January~~ March, A.D., 2001.

Billy Howard Mounts
BILLY HOWARD MOUNTS, PRESIDENT

Susan E. Wilson-Mounts
SUSAN E. WILSON-MOUNTS, VICE-PRESIDENT/REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF ST LUCIE

On this day, before me, the undersigned Notary Public, personally appeared SUSAN E. WILSON-MOUNTS AND BILLY HOWARD MOUNTS to me, well known and/or have produced identification who executed the foregoing Amended Articles of Incorporation, and they severally acknowledged to and before me that they severally executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal at First Nat Bank St. Lucie County, Florida on this the 1 day of March, A.D., 2001.


NOTARY PUBLIC

My Commission Expires:

Michelle A. Herrington

MICHELLE A. HERRINGTON
Notary Public, State of Florida
My comm. exp Jan. 6, 2004
Comm. No. CC900354

**CERTIFICATE OF AMENDMENT
BILL & LYNN'S GLASS AND SHELVING, INC.**

BILL & LYNN'S GLASS AND SHELVING, INC., a corporation of the State of Florida, whose registered

office is located at 6900-B Heritage Drive, Port St Lucie, Florida 34952, certifies pursuant to the

provisions of state law, that at a meeting of the stockholders of said corporation called for the

purpose of amending the articles of incorporation, and held on March 28, 2001, it was resolved by

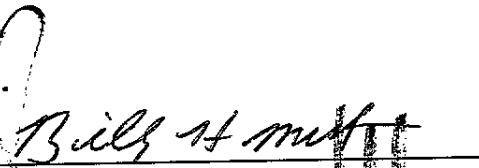
the vote of the holders of an appropriate majority of the shares of each class entitled to vote that

ARTICLE of the Articles of Incorporation is amended to read as follows in the following enclosed

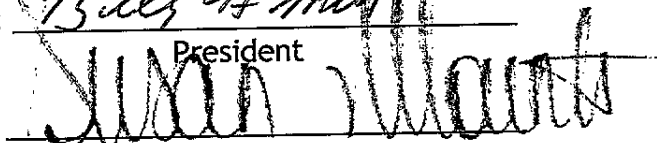
Pages.

Signed on March 28, 2001.

By:


President

By:


Vice-President/Registered Agent