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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-01/15/98--01089--003
*****70.00 *****70.00

w98-1118

SUBJECT: AMERICAN EXTERIORS INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

FRED GENKIN
(Name of Person)
AMERICAN EXTERIORS INC.
(Firm/Company)
3415 NORTH S STREET
(Address)
PENSACOLA FL 32505
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

FRED GENKIN at (850) 469-8188
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
98 FEB -9 AM 9:41

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 16, 1998

FRED GENKIN
AMERICAN EXTERIORS INC
3415 NORTH S STREET
PENSACOLA, FL 32505

SUBJECT: AMERICAN EXTERIORS INC.
Ref. Number: W98000001118

We have received your document for AMERICAN EXTERIORS INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 298A00002485

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned FRED GEAKIN, do hereby certify
that this Resolution of the Board of Directors of American Extensior Inc.

a corporation duly organized and existing under the laws of the State of DELAWARE
was duly adopted on 2/4 - FEBRUARY FOUR, 19 98.

Resolved, that AMERICAN EXTENSIOR INC., organized
and existing in the State of DELAWARE, hereby adopts the
name AMERICAN HOME EXTENSIOR CORPORATION
for use in Florida.

Dated: 2/4/98

Signature of at least one director

INHS19(3/95)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. AMERICAN EXTERIORS INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 59-3479031
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/22/97 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 10/22/97
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 3415 NORTH S STREET
PENSACOLA FLORIDA 32505
(Current mailing address)
8. CONTRACTED HOME IMPROVEMENTS AND ANY LAWN ACTIVITY OR ACT FOR WHICH CORPORATIONS MAY BE
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) *organized.*

9. Name and street address of Florida registered agent:

Name: FRED GENKIN

Office Address: 3415 NORTH S STREET

PENSACOLA, Florida, 32505
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: FRED GENKIN

Address: 1625 BULEVAR MAYOR # F5
PENSACOLA, FL 32501

Vice President: THOMAS J. IKARR

Address: 309 EDGEMAN DR.
PENSACOLA FL 32507

Secretary: THOMAS J. IKARR

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

Fred Genkin
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

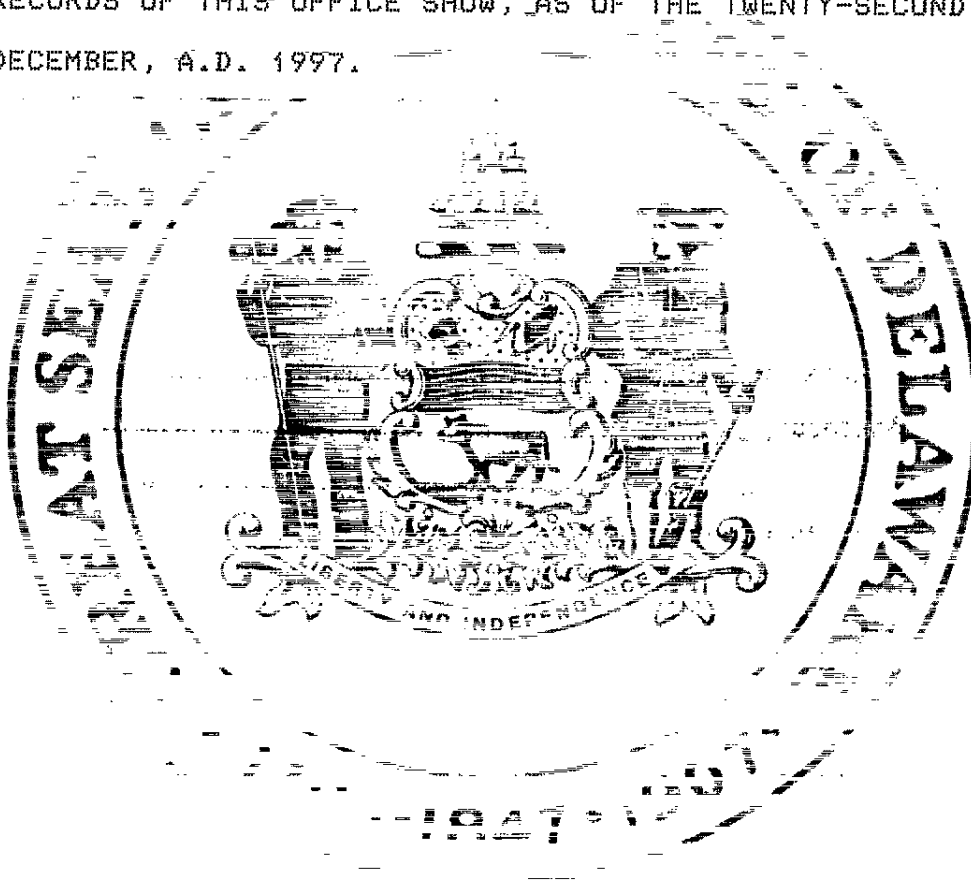
14.

FRED GENKIN - PRESIDENT
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN EXTERIORS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1997.



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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

8828669

12-22-97