



F99000000956

ACCOUNT NO. : 072100000032

REFERENCE : 528422 4311859

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 35

FILED
99 DEC 27 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 23, 1999

ORDER TIME : 10:11 AM

ORDER NO. : 528422-015

800003079948--2

CUSTOMER NO: 4311859

CUSTOMER: Mr. Christian De Berardinis
Tory Haythe
237 Park Ave.
20th Floor
New York, NY 10017-3142

FOREIGN FILINGS

NAME: HOLMES ARCHITECTURAL DOOR &
HARDWARE, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

Note: Some people have #F99-5677

N/C

RECEIVED
99 DEC 27 AM 9:18
TALLAHASSEE, FLORIDA

V. SHEPARD DEC 28 1999

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. Holmes Architectural Door & Hardware, Inc.
Name of corporation as it appears on the records of the Department of State.

2. Delaware
Incorporated under laws of

3. February 18, 1999
Date authorized to do business in Florida

FILED
99 DEC 27 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? _____

5. Hardware Corporation of America (Florida), Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature

November 2, 1999
Date

Charles B. Hughes III
Typed or printed name

Secretary
Title

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HOLMES ARCHITECTURAL DOOR & HARDWARE, INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "HARDWARE CORPORATION OF AMERICA (FLORIDA), INC.", THE FOURTEENTH DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



3002334 8320

991559091

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0162329

AUTHENTICATION:

DATE:

12-23-99