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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922 -4003

From: Account Name : FREEBORN & FREEBORN, P.A.
Account Number : 075142002301
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 26 AM 10:45

RECEIVED

LIMITED LIABILITY COMPANY

Atlantic Vinyl Windows & Doors Sarasota Factory Outl

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
ATLANTIC VINYL WINDOWS & DOORS
SARASOTA FACTORY OUTLET, L.L.C.**

ARTICLE I

Name

The name of the limited liability company ("Company") is ATLANTIC VINYL WINDOWS & DOORS SARASOTA FACTORY OUTLET, L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is: 1367 Highland Avenue, Dunedin, Florida 34698.

ARTICLE III

Duration

The period of duration for the Company is perpetual, beginning on the date that these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of the Company's initial registered agent in Florida is Sol Minc. The address of the Company's registered office in Florida is 1367 Highland Avenue, Dunedin, Florida 34698.

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TALLAHASSEE, FLORIDA

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ARTICLE V

Management

The Company is to be managed by managers. The initial managers will serve until the first annual meeting of the members or until the managers' successors are elected and qualified. The initial managers are identified as Sol Minc, whose address is 1367 Highland Avenue, Dunedin, FL 34698, Terry McNeal and Susan Stang, 8186 Nature's Way, #24, Bradenton, Florida 34202.

ARTICLE VI

Admission of Additional or New Members

Members of the Company have the right to admit new members. Additional or new members may be admitted only on the unanimous written consent of the existing member or members, and the existing member or members shall determine the amount and nature of contributions to be made by the additional or new members at the time those new members are admitted.

ARTICLE VII

Continuance of Business

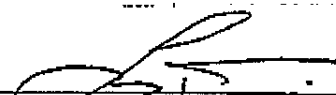
The remaining member or members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the Company. The business may be continued only on the unanimous written consent of the remaining member or members.

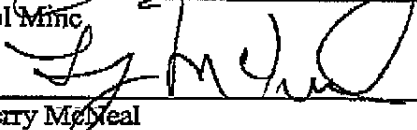
ARTICLE VIII

Additional Provisions

The power to adopt, alter, amend or repeal the regulations of the Company is vested entirely in the managers listed in Article V.

IN WITNESS WHEREOF, we have executed the Articles of Organization on this 15th day of September, 2000, at Dunedin, Florida.


 _____ (signature)
 Sol Minc


 _____ (signature)
 Terry McNeal

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 OF FLORIDA

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STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared SOL MINC, personally known to me, (or who identified himself by n/a) to be the person described in and who executed the foregoing Articles of Organization, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 15th day of September, 2000.

John F. Freeborn
Notary Public
My Commission Expires:



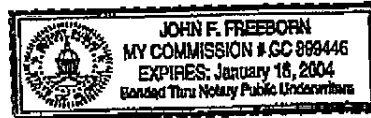
STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared TERRY McNEAL, personally known to me, (or who identified himself by n/a) to be the person described in and who executed the foregoing Articles of Organization, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 15th day of September, 2000.

John F. Freeborn
Notary Public
My Commission Expires:



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TALLAHASSEE FLORIDA
SECRETARY OF STATE

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE
OF ATLANTIC VINYL WINDOWS & DOORS
SARASOTA FACTORY OUTLET, L.L.C.**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent in the State of Florida:

1. The name of the limited liability company is ATLANTIC VINYL WINDOWS & DOORS SARASOTA FACTORY OUTLET, L.L.C.
2. The name and address of the registered agent and office is SOL MINC, 1367 Highland Avenue, Dunedin, Florida 34698.

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 09.16.2000

[Signature] (signature of registered agent)
Sol Minc

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared SOL MINC, personally known to me, (or who identified himself by na) to be the person described in and who executed the foregoing Certificate of Registered Agent and Address, and who took an oath.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WITNESS MY HAND and official seal in the County and State aforesaid, this 15th day of September, 2000.



[Signature]
Notary Public
My Commission Expires:

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