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R. EARL WELBAUM
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W. FRANK GREENLEAF
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February 27, 2001

MICHAEL JAY RYNE II
AMI L. DiLORENZO

OF COUNSEL
RENÉ SACASAS

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Request to file Articles of Organization
of RESTORATION GLAZING, L.L.C.

Gentlemen:

I am enclosing an original and a copy of the Articles of Organization for the above-named company. In addition, a check in the amount of \$125.00 is enclosed which represents the filing fee as well as the fee for a certified copy.

Please file the original of the enclosed Articles of Organization and return a certified copy to the undersigned.

Furthermore, I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your attention to this matter.

Sincerely,

WELBAUM, GUERNSEY, HINGSTON,
GREENLEAF & GREGORY, L.L.P.

Robert J. Black /ke

Robert J. Black

RJB:kc
Enclosures

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****125.00 ****125.00

LO1-3492
OR

RESTORATION GLAZING, L.L.C.

ARTICLES OF ORGANIZATION

The undersigned being a duly authorized representative and member and acting as the organizer of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I **NAME**

The name of the Limited Liability company shall be Restoration Glazing, L.L.C. (The "Company").

ARTICLE II **DURATION**

The period of the Company's duration shall commence on the date of filing these Articles of Organization and shall exist perpetually, unless terminated: (1) in accordance with the Company's Operating Agreement; (2) by the unanimous written agreement of all Members; (3) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member; or (4) upon the occurrence of any other event which terminates the continued membership of a member. Upon any such termination, however, the existence and business of the Company may be continued with the consent of all remaining members of the company, or by amendment of these Articles of Organization providing forth continued existence of the Company.

ARTICLE III **PURPOSE**

The Company is being formed to engage in any activity or business permitted under the laws

of the United States and the State of Florida.

ARTICLE IV
ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be:

Restoration Glazing, L.L.C.
3301 S.W. 13th Drive
Suite C
Deerfield, Florida 33442-8101

ARTICLE V
REGISTERED AGENT

The name and street address for the initial Registered Agent of the Company in the State of Florida is:

R. Earl Welbaum
901 Ponce De Leon Boulevard
Penthouse Suite
Coral Gables, Florida 33134

ARTICLE VI
ADDITIONAL MEMBERS

Additional Members may be admitted upon the unanimous approval of all of the Members of the Company.

ARTICLE VII
MANAGEMENT

The Company shall be managed by the members. The members annually shall elect a managing member by a majority in interest of the members.

ARTICLE VIII
AMENDMENT OF ARTICLES

The power to adopt, alter, amend, or repeal the Articles of Organization of the Company shall be solely and exclusively vested in the members of the Company. These Articles of Organization

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

may be amended at any time and in any manner by the unanimous written consent of the members.

ARTICLE IX
LIABILITY

A member shall not be personally liable for the debts, obligations or liabilities of the Company.

ARTICLE IX
CERTIFICATES OF MEMBERSHIP

The Company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the Company which shall state the percentage of the member's interest in the Company. Certificates of Membership shall be signed by the Manager member.

In WITNESS WHEREOF, the undersigned, as member, has executed these Articles of Organization on this 12 day of February, 2001.

By: _____

Robin Crawford,
Authorized Representative and Member

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SECRETARY OF STATE
KANSAS

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING SAID OFFICE OPEN.

By: _____

R EARL WELBAUM -
REGISTERED AGENT