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FILED

Miami, August 8, 2000

00 AUG 11 AM 10: 11

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-08/11/00--01090--001
*****70.00 *****70.00

ATT: Secretary of State

Enclosed you will find the original and one copy of the Articles of Incorporation of Miami Shades & Shutters. A check in the amount of \$70.00 is included to cover the applicable fees.

Sincerely,



Julio Fernandez

R 1/2/00

**ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MIAMI SHADES & SHUTTERS, INC

The undersigned incorporator hereby forms the following corporation under the laws of the state of Florida.

**ARTICLE I
NAME**

The name of the corporation is, Miami Shades & Shutters, Inc and its address is 10303 NW 9 ST Suite 102 Miami, Florida 33172

**ARTICLE II
PURPOSE**

This corporation is organized to engage in any and all lawful business activity permitted under the laws of the State of Florida

**ARTICLE III
CAPITAL AND STOCK**

The maximum number of shares of stock which this corporation is authorized to issue is one hundred (100) shares with no par value. Said shares of stock may be issued only for a consideration having a fair value as many are determined by the Board of Directors.

**ARTICLE IV
TERMS OF EXISTENCE**

This corporation it to exist perpetually from the date these Articles are filled with the Department of State, subject to the laws of the State of Florida.

ARTICLE V
REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of this corporation shall be Julio Fernandez 10303 NW 9 St Miami Florida 33172

ARTICLE VI
DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors are:

Julio Fernandez
10303 NW 9 St Suite 102
Miami Florida 33172

Joel Canizales
13464 SW 53 Terrace
Miami Florida 33175

ARTICLE VII
INCORPORATORS

The name and address of the incorporator is:

Julio Fernandez
10303 NW 9 St Suite 102
Miami Florida 33172


ARTICLE VIII
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds, shall have the right to purchase his prorated share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX
AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at stockholder's meeting by at least majority of the stock entitled to, unless of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this....8.....day of...August.....of 2000


Julio Fernandez

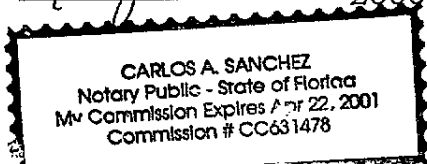
STATE OF FLORIDA)

COUNTY OF DADE)


I HEREBY CERTIFY on this day, before me, an officer duly authorized in the State of Florida and County aforesaid to take acknowledgment, personally appeared Julio Fernandez, to me know the person described in and who execute the foregoing instrument and acknowledges before me that he execute the same.

SWORN To and SUBSCRIBED before me on this 8th day of

August 2000



My Commission Expires


Notary Public At Large

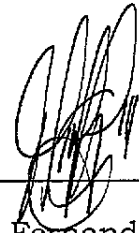
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TALLAHASSEE, FLORIDA

Acceptance by Registered Agent

Having been named to accept service of process for the above named corporation, at the designed in these Articles, I hereby accept this appointment and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.



Julio Fernandez