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FOLLOWELL ACCOUNTING OCT -4 PM 3: 58

Service & Taxes

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Phone: 941-748-8370
3737 Manatee Ave. W., Ste. B
Bradenton, Florida 34205
Fax: 941-747-0550
Email: fastax@ix.netcom.com

September 21, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-10/04/00--01037--015
****122.50 ****78.75

RE: DeSoto Decking Inc.

Gentlemen:

Enclosed herewith please find two originals of Articles of Incorporation for the above corporation. Also, enclosed is our check, in the amount of \$122.50 for each corporation, to cover the following costs:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>

Total Fees \$122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,



Vicky H. Followell
Followell Accounting Service & Taxes Inc.
3737 Manatee Avenue West
Bradenton, Florida 34205

VHF/klf
Enclosures

PA 10/5/00

ARTICLES OF INCORPORATION OF

DeSoto Decking Inc.

ARTICLE 1 - Name

The name of the corporation is: DeSoto Decking Inc.

ARTICLE II – Existence

This corporation shall commence existence upon receipt and filing of these articles.

ARTICLE III – Purpose

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV – Capital Stock

This corporation is authorized to issues 1,000 shares of common stock, each having a par value of \$1.00. The stock will be classified as 1244 stock for Internal Revenue purposes.

ARTICLE V – Initial Registered Office and Agent

The address of the initial registered office of this corporation is 302 36th St W; Bradenton, FL 34205 and the name of the initial registered agent of this corporation at that address is Michael Phillips.

ARTICLE VI – Initial Corporate Office

The address of the initial corporate office of this corporation is 302 36th St W; Bradenton, FL 34205.

ARTICLE VII – Initial Board of Directors

This corporation shall have 2 director initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be a least one director. The name and address of the initial director(s) of this corporation is/are:

NAME	ADDRESS
Michael Phillips	302 36 th Street West Bradenton, FL 34205
Martin Roberts	115 51 st Street West Bradenton, FL 34209

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Michael Phillips; 302 36th St W; Bradenton, FL 34205.

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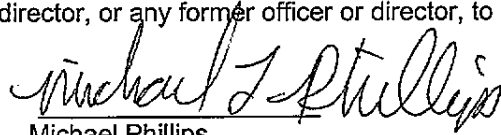
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX – By Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE X – Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


Michael Phillips

STATE OF FLORIDA

COUNTY OF Manatee

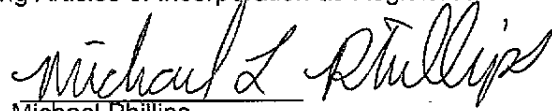
The foregoing instrument was acknowledged before me on this the 27 day of Sept, 2000.




Notary Public

ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation


Michael Phillips

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA