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THOMAS G. REED, III
J. STEVEN FORD

November 28, 2000

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*****70.00 *****70.00

Secretary of State
Corporation Division
Post Office Box 6327
The Capitol
Tallahassee, Florida 32304

RE: HEATH CEILING, INC.

Dear Sir:

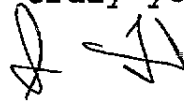
EFFECTIVE DATE

01-01-01

Enclosed herewith is an original and one copy of Articles of Incorporation for the above named corporation and a check in the amount of \$70.00 for the filing fee.

Please file the original of the enclosed Articles of Incorporation and return a copy to this office. Please note that the corporation has a delayed effective date of January 1, 2001 pursuant to F.S. §607.0123(2). Should you have any questions, please do not hesitate to call me.

Very truly yours,



J. STEVEN FORD
For the Firm

JSF/wcf
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 NOV 30 PM 1:13

FILED

T. Burch DEC 5 2000

ARTICLES OF INCORPORATION
OF
HEATH CEILING, INC.

FILED
00 NOV 30 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I: NAME AND PRINCIPAL OFFICE ADDRESS

The name of this corporation is HEATH CEILING, INC., and its principal office address is 870 Valley Ridge Drive, Pensacola, Florida 32514.

ARTICLE II: DURATION

This corporation shall exist perpetually, commencing January 1, 2001.

ARTICLE III: PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, all of one class and series. The whole or any part of the authorized shares of

EFFECTIVE DATE
01-01-01

the corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the corporation, having a value as is determined from time to time by the Board of Directors of the corporation, not less than the par value of the stock so to be issued.

ARTICLE V: AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 870 Valley Ridge Drive, Pensacola, Florida 32514 and the name of this corporation's initial registered agent is VICTOR ALAN HEATH.

ARTICLE VII: BOARD OF DIRECTORS

The number of directors constituting the board of directors is one.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, VICTOR ALAN HEATH, hereby accept the appointment as registered agent for HEATH CEILING, INC., as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 10th day of November, 2000.



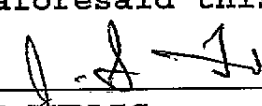
VICTOR ALAN HEATH

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, in and for the said state and county, personally appeared VICTOR ALAN HEATH, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Acceptance of Appointment as Registered Agent for the uses and purposes therein mentioned and set forth and he acknowledged to and before me that he executed such instrument. He is personally known to me or has produced Drivers license as identification and did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid this 10th day of November, 2000.

J. STEVEN FORD
Notary Public-State of FL
Comm. Exp: July 20, 2001
Comm. No: GC 662749



NOTARY PUBLIC
Printed Name: J. Steven Ford
Commission No. CC 662749
Commission expires: 7/20/01

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is VICTOR ALAN HEATH.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11/10/00 day of November, 2000.




VICTOR ALAN HEATH
Incorporator
870 Valley Ridge Drive
Pensacola, Florida 32514

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, in and for the said state and county, personally appeared VICTOR ALAN HEATH, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth. He is personally known to me or has produced drivers license as identification and did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid this 11 day of November, 2000.

J. STEVEN FORD
Notary Public-State of FL
Comm. Exp: July 20, 2001
Comm. No: CC 662749



NOTARY PUBLIC
Printed Name: J. Steven Ford
Commission No. CC 662749
Commission Expires: 7/20/01