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ATTORNEYS AT LAW

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December 27, 2000

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

Re: Superior Wall Systems

Gentlemen:

500003515795--2
-12/28/00--01056--001
*****70.00 *****70.00

Enclosed are the Articles of Incorporation and Certificate of Designation of Registered Agent.

Kindly file these with the Division of Corporations. My check in the amount of \$70.00 is enclosed.

Thank you for your assistance in this matter.

Sincerely,



Jon H. Barber

JHB/mcv
Enclosures

FILED
00 DEC 28 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gr/14

ARTICLES OF INCORPORATION OF
SUPERIOR WALL SYSTEMS, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation.

ARTICLE ONE
NAME

The name of the corporation is Superior Wall Systems, Inc.

ARTICLE TWO
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 843 Jungle Avenue North, St. Petersburg, Pinellas County, Florida 33710

ARTICLE THREE
CORPORATION DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of installing upholstered acoustical wall panels, track systems, and museum seamless walls..
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.
4. To transact any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States.

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TALLAHASSEE, FLORIDA

ARTICLE FIVE
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 843 Jungle Avenue North, St. Petersburg, Pinellas County, Florida 33710, and the name of its initial registered agent at such address is FRANK SCHRAMEK.

ARTICLE SEVEN
DIRECTORS

The number of directors constituting the corporation's initial board of directors is two. The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Frank Schramek	843 Jungle Avenue North St. Petersburg, Florida
Robert Schramek	5630 11th Avenue North St. Petersburg, Florida

ARTICLE EIGHT
INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Frank Schramek	843 Jungle Avenue North St. Petersburg, Florida
Robert Schramek	5630 11th Avenue North St. Petersburg, Florida

Executed by the undersigned at St. Petersburg, Pinellas County, Florida on
December 28, 2000


Frank Schramek


Robert Schramek

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT AND OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Superior Wall Systems, Inc.
2. The name and address of the registered agent and office is:

FRANK SCHRAMEK
843 Jungle Avenue North
St. Petersburg, Florida 33710

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for
the above state corporation 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.

Signed on 12-26-00


FRANK SCHRAMEK

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