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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**RODNEY'S HOME IMPROVEMENT, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: RODNEY'S HOME IMPROVEMENT, INC.

The principal place of business of this corporation shall be:
3401 N.W. 202nd STREET
CAROL CITY, FLORIDA 33056

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: ONE THOUSAND SHARES @ ONE DOLLAR (\$1.00) PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

RODNEY A. FOUST - PRESIDENT
3401 N.W. 202ND STREET
CAROL CITY, FLORIDA 33056

BARBARA FOUST - TREASURER
3401 N.W. 202nd STREET
CAROL CITY, FLORIDA 33056

FRANK AUSTIN - VICE PRESIDENT
3341 NW 208th TERRACE
CAROL CITY, FLORIDA 33056

PREPARED BY:

BARBARA A. FOUST C.P.A.
3401 N.W. 202 STREET
CAROL CITY FLORIDA 33056-1722

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of Incorporation is(are):

RODNEY A. FOUST - PRESIDENT
3401 N.W. 202nd STREET
CAROL CITY, FLORIDA 33056

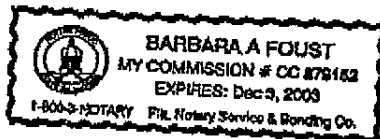
BARBARA FOUST - TREASURER
3401 N.W. 202ND STREET
CAROL CITY, FLORIDA 33056

FRANK AUSTIN - VICE PRESIDENT
3341 N.W. 208th TERRACE
MIAMI, FLORIDA 33056

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have)
executed these Articles of Incorporation this JANUARY
day of 10th, 2001

Signature(s) of Incorporator(s)

Rodney A. Foust
RODNEY A. FOUST, PRESIDENT



PREPARED BY:

BARBARA A. FOUST C.P.A.
3401 N.W. 202 STREET
CAROL CITY FLORIDA 33056-1722

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

RODNEY'S HOME IMPROVEMENT, INC.

2. The name and address of the registered agent and office is:

BARBARA A. FOUST - 3401 N.W. 202ND STREET

(P.O. BOX NOT ACCEPTABLE)

CAROL CITY, FLORIDA 33056

(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SIGNATURE *Barbara A. Foust*

BARBARA A. FOUST, CPA

TITLE CERTIFIED PUBLIC ACCOUNTANT

DATE JANUARY 10th, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *Barbara A. Foust*

DATE JANUARY 10th, 2001