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BY APPOINTMENT ONLY

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GARY BROOKMYER
ELLIOT F. HOCHMAN
DANIEL J. PROBST

P01000049958
May 11, 2001

Department of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

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*****78.75 *****78.75

RE: Opti-Tint, Inc.
A Florida Corporation

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced corporation, together with a check in the amount of \$78.75 to cover the following fees:

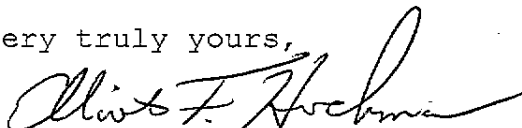
- | | | |
|----|----------------------|----------------|
| 1. | Filing Fee | \$35.00 |
| 2. | Registered Agent Fee | \$35.00 |
| 3. | Certified Copy | <u>\$ 8.75</u> |

TOTAL: \$ 78.75

Please file said articles using the date of receipt as the date of commencement of the corporation. Also, return the certified copy to the undersigned at the address listed above.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Elliot F. Hochman

EFH:ba
enclosures

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F. CHESSE

MAY 18 2001

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

OPTI-TINT, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is OPTI-TINT, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE SIX

PRINCIPAL OFFICE

The corporation's principal place of business/mailling address is: 10 Glencairn Road, Palm Beach Gardens, Florida 33418.

ARTICLE SEVEN

REGISTERED AGENT

The name of the registered agent and the Florida street address for the registered agent is: Tom Ross at 10 Glencairn Road, Palm Beach Gardens, Florida 33418.

ARTICLE EIGHT

DIRECTORS

8.01 The initial board of directors of the corporation shall consist of one member.

8.02 The name and address of the first board of directors are:

<u>Name</u>	<u>Address</u>
Tom Ross	10 Glencairn Road Palm Beach Gardens, Florida 33418

ARTICLE NINE

INCORPORATORS

The name and address of the incorporator is:

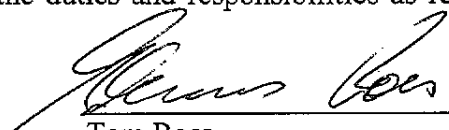
<u>Name</u>	<u>Address</u>
Tom Ross	10 Glencairn Road Palm Beach Gardens, Florida 33418

ARTICLE TEN

COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 11 day of May, 2001. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



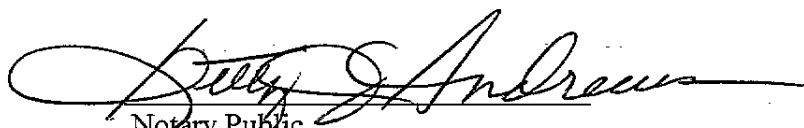
Tom Ross
Incorporator and Registered Agent

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 14th day of May, 2001, by Tom Ross, who is personally known to me or who has produced a Florida driver's license as identification and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of May, 2001.

(NOTARY)



Notary Public

Print Name _____

My Commission Expires: _____



ed:c:Ross.incorp\Articles

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED