

PO1000061981

LANDT, WIECHENS, LaPEER & AYRES

A Registered Limited Liability Partnership

ATTORNEYS AT LAW

FREDERICK E. LANDT, III
EUGENE A. WIECHENS, P.A.
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BENJAMIN H. AYRES

April 9, 2002

* Board Certified: Civil Litigation and
Business Litigation
Also Admitted to District of Columbia
Certified Mediator: Florida & Federal Courts

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PLEASE REPLY TO
OCALA OFFICE

File no.
191.00356

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

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*****43.75 *****43.75

Re: Articles of Amendment of the Articles of Incorporation of Lane Mirror
& Glass, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of Articles of Amendment of the Articles of Incorporation of Lane Mirror & Glass, Inc., together with our check made payable in the amount of \$43.75, representing filing fee (35.00), and one certified copy (\$8.75).

If you find these items to be in proper order, please return the enclosed copy as a certified copy as soon as possible after the original is filed. Thank you for your courtesy and assistance.

Yours sincerely,

Russell W. LaPeer

Russell W. LaPeer
For the Firm

RWL:c1

Enclosures: Articles of Amendment of the Articles of Incorporation (original & copy);
check.

FILED
02 APR 11 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ps
4/16/02
Amended

**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION OF
LANE MIRROR & GLASS, INC.**

FILED

02 APR 11 PM 12:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Fla. Stat. § 607.1006, this corporation adopts the

following articles of amendment to its articles of incorporation:

1. The name of the corporation before amendment is Lane Mirror & Glass, Inc.
2. The name of the corporation after amendment is Lane Mirror & Glass, Inc.
3. The text of each amendment as adopted is as follows:

ARTICLE II

DURATION: This corporation shall have a perpetual existence.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK: The total number of shares of stock which the corporation shall have to issue is 100 shares of common stock, with a par value of \$1.00 per share. The total number of 100 authorized shares shall have an aggregate par value of \$100.00. Each share of authorized stock which is initially sold shall be fully paid for before the corporation begins transaction of business.

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of

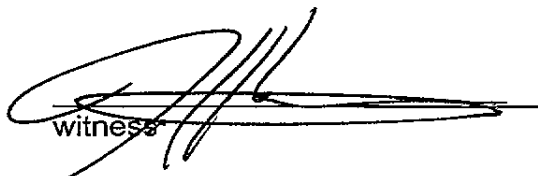
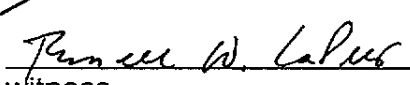
incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE V

CORPORATE OFFICE & INITIAL REGISTERED AGENT: The initial and principal office of the Corporation is 918 Bichara Boulevard, The Villages, Florida 32159. The name of the initial registered agent of the corporation is Brian Lane, 918 Bichara Boulevard, The Villages, Florida 32159.

CONSENT OF REGISTERED AGENT

IN WITNESS WHEREOF, the undersigned registered agent hereby accepts and consents to such designation on this 9 day of April, 2002.


witness

witness

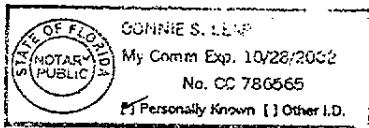

Brian Lane, Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared Brian Lane, as
Registered Agent, to me well known to be the person described in and who
acknowledged before me that he executed the foregoing freely and voluntarily for the
purposes therein expressed.

WITNESS my hand and official seal this 9 day of April, 2002.

[SEAL/STAMP]



Connie S. Leap CC 786565
Name & commission number of notary

ARTICLE VI

BOARD OF DIRECTORS: The management and control of the corporation shall be vested in a Board of Directors of not less than one nor more than five members as provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If state law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above-described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable state law.

The names and addresses of the first Board of Directors after these articles of amendment are:

Brian Lane, 918 Bichara Boulevard, The Villages, Florida 32159.

Jeffrey G. Correa, 918 Bichara Boulevard, The Villages, Florida 32159.

ARTICLE VII

OFFICERS: The Board of Directors, at its April 9, 2002 meeting, elected the following persons to hold the below-designated offices:

President & Treasurer: Brian Lane

Vice President & Secretary: Jeffrey G. Correa

ARTICLE VIII

INCORPORATOR: The name and address of the incorporator of the corporation is Brian Lane, 918 Bichara Boulevard, The Villages, Florida 32159.

ARTICLE IX

AUTHORITY TO INCREASE CAPITAL STOCK: The capital stock authorized may be increased only by 75% vote of the stockholders at any regular or special meeting called for that purpose, thereafter to be ratified and memorialized by the adoption of an amendment to these articles so stating the approved increase.

ARTICLE X

SECTION 1244 ELECTION: The Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in Internal Revenue Code Section 1244 and the regulations thereunder.

ARTICLE XI

BYLAWS: The power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be vested in the Board of Directors.

ARTICLE XII

AMENDMENT: The power to amend these articles shall be vested in the Board of Directors.

ARTICLE XIII

SUBCHAPTER S CORPORATION: This corporation shall be qualified and treated as a corporation organized, existing, and authorized under §§ 1361-79 (subchapter S) of the Internal Revenue Code.

4. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the text of the amendment itself, are as follows:

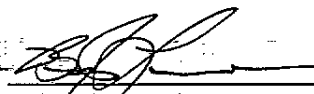
5. The date of adoption of each amendment was: April 9, 2002.

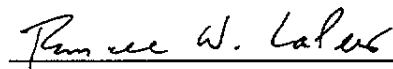
6. Each amendment was adopted by the board of directors, pursuant to Fla. Stat. § 607.1002, and shareholder action was not required.

7. These amendments will be effective upon filing.

IN WITNESS WHEREOF, the undersigned incorporator, director, and president of the corporation has executed these Articles of Incorporation on this 9th day of April 2002.


witness


Brian Lane, Incorporator, Director, President

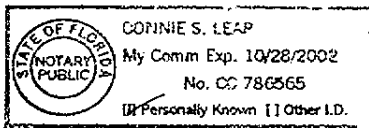

witness

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared Brian Lane, as
Incorporator, Director, and President of the corporation, Lane Mirror & Glass, Inc., to
me personally known to be the person described in and who acknowledged before me
that he freely and voluntarily executed the foregoing for the purposes therein
expressed.

WITNESS my hand and official seal this 9th day of April 2002.

[SEAL/STAMP]



Connie S. Leap CC 786565
Name & commission number of notary