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WETHERINGTON, HAMILTON & HARRISON, P.A.

ATTORNEYS – AT – LAW

2625 Park Tower
400 North Tampa Street
Tampa, Florida 33602

Phone: (813) 225-1918
Fax: (813) 225-2531
www.whh-law.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 30, 2002

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

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Residential Drywall of Florida, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation, along with our firm's check in the amount of $78.75. Please return a certified copy to our office in the self-addressed, stamped envelope provided for your convenience.

Thank you for your attention to this matter. Should you have any questions or concerns, please contact our office.

Sincerely,

Wayne Peacock Jr.

Wayne Peacock, Jr.
Legal Assistant

Enclosures
cc: Residential Drywall of Florida, Inc.
F:\Clients\Residential Drywall, Inc\incorporation\Residential Drywall of Florida, Inc.\letter to state 07-30-02.doc

Same person
has P98-74453

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ARTICLES OF INCORPORATION

OF

RESIDENTIAL DRYWALL OF FLORIDA, INC.

ARTICLE 1: NAME

The name of this Corporation is: RESIDENTIAL DRYWALL OF FLORIDA, INC.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of ($.01) par value common stock.

ARTICLE 5: INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 9229 Lazy Lane, Tampa, Florida 33614 and the mailing address is Post Office Box 273924, Tampa, Florida 33688.

ARTICLE 6: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 400 North Tampa Street, Suite 2625, Tampa, Florida 33602, and the name of the initial registered agent of this Corporation at that address is Andrea M. Fair, Esquire, c/o Wetherington, Hamilton & Harrison, P.A.

ARTICLE 7: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME	ADDRESS
Michael C. Mobley	9229 Lazy Lane Tampa, Florida 33614

ARTICLE 8: INCORPORATOR

The name and address of each person signing these Articles is:

NAME	ADDRESS
Andrea M. Fair	400 North Tampa Street, Suite 2625 Tampa, Florida 33602

ARTICLE 9: CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE 10: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE 11: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 12: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 13: AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of July, 2002.

Andrea M. Fair
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 29th day of July, 2002.

ANDREA M. FAIR
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA