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THE CRENSHAW LAW FIRM
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

KENNETH B. CRENSHAW, P.A.
TAXATION AND REAL ESTATE
PHILLIP T. CRENSHAW, P.A.
LITIGATION AND BUSINESS TRANSACTIONS
RICHARD BLOOMQUIST, OF COUNSEL
LITIGATION AND APPELLATE PRACTICE

October 9, 2002

WEST PALM BEACH, FLORIDA OFFICE:
3175 S. CONGRESS AVENUE, SUITE 301
PALM SPRINGS, FLORIDA 33461
TELEPHONE (561) 439-6100
FACSIMILE (561) 439-6102

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Subject: Articles of Incorporation of
RINO LININGS OF PALM BEACH, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 OCT 14 AM 10:39

Gentlemen:

Enclosed is the Articles of Incorporation for RINO LININGS OF PALM BEACH, INC. We have also enclosed our check in the amount \$78.75 for the filing fee (\$35.00, Reg. Agent Fee (\$35.00) and certified copy (\$8.75).

Thank you for your gracious and expeditious assistance in this matter.

Sincerely,


Kenneth B. Crenshaw

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Enclosures

F. CHESLER OCT 15

ARTICLES OF INCORPORATION

OF

RINO LININGS OF PALM BEACH, INC.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 607, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

RINO LININGS OF PALM BEACH, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS
AND MAILING ADDRESS**

1801 Hypoluxo Road, #E9
Lantana, Florida 33462

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IIII - DURATION

The Corporation is to exist perpetually.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar par value common stock, which shall be designated "Common Stock".

ARTICLE V - BOARD OF DIRECTORS

The Corporation shall have at least three Directors initially. The number of Directors may be increased or diminished from time to

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ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by any shareholder may not be resold or otherwise transferred to other persons unless first offered to the corporation and then to the remaining shareholders of this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by a by-law of the Corporation.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify and save harmless any and all persons who shall serve, or who shall have served at any time as Directors, members, or officers, and their respective heirs, administrators, successors, and assigns from and against any and all expenses, claims or losses of any description, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding which may be asserted against them, or any of them, by reasons of their being or having been directors, members, or officers, except in relation to matters as to which any such director, member or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any Bylaws, agreements, or otherwise.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 9 day of October, 2002.


KENNETH B. CRENSHAW

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 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.

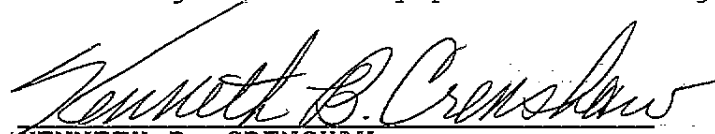
1. The name of the Corporation is:

RINO LININGS OF PALM BEACH, INC.

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

KENNETH B. CRENSHAW, ESQ.
3175 South Congress Avenue, Suite 301
Palm Springs, Florida 33461

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


KENNETH B. CRENSHAW

10-9-02
Date

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