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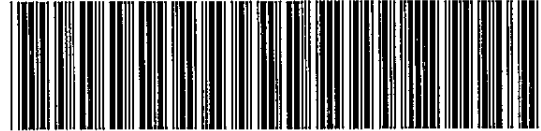
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DIVISION OF CORPORATION

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STATE
FLORIDA

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ACCOUNT NO. : 072100000032

REFERENCE : 923890 80763A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 7, 2003

ORDER TIME : 2:06 PM

ORDER NO. : 923890-005

CUSTOMER NO: 80763A

CUSTOMER: James C. Campisi, Esq.
James C. Campisi, Esq

Suite 401
2739 U.S. Highway 19
Holiday, FL 34691

DOMESTIC FILING

NAME: WHITE PELICAN INSULATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

JAMES C. CAMPISI

ATTORNEY AND COUNSELOR AT LAW

RAYMOND JAMES TOWER
SUITE 401
2739 U. S. HIGHWAY 19
HOLIDAY, FLORIDA 34691

PHONE (727) 938-2806
FAX (727) 938-1480

February 6, 2003

Secretary of State
Division of Corporations
(Hand Delivered by
Corporations Services Company)

RE: WHITE PELICAN INSULATION, INC.

Dear Sir:

Enclosed please find original and copy of the Articles of Incorporation pertaining to the above-mentioned corporation together with the attached authorized signature of Resident Agent.

In accordance with my secretary's telephone conversation with Matt of Name Availability on February 6, 2002, the name indicated above is available since it is not the same or deceptively similar to the name of an existing corporation.

My check in the amount of \$78.75 is enclosed to cover your fees as follows:

Filing Fee.....	\$ 35.00
Certified Copy.....	8.75
Resident Agent.....	<u>35.00</u>
Total.....	\$ 78.75

Thank you for your cooperation. If you should have any questions, please feel free to contact my office.

Very truly yours,


James C. Campisi

JCC/mag
encl.

ARTICLES OF INCORPORATION
OF
WHITE PELICAN INSULATION, INC.

RECEIVED
FEB-7 1964
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purposes of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of the Corporation shall be:

WHITE PELICAN INSULATION, INC.

The mailing address of the corporation and the address of the principal office of the corporation is:

9529 S. R. 52
Hudson, Florida 34669-3002

ARTICLE II. DURATION

This Corporation shall have perpetual existence and same shall commence its corporate existence at the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III. PURPOSE

The general purpose for which this Corporation is organized includes engaging in the transaction of any and all lawful businesses for which organizations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV. GENERAL POWERS

This Corporation shall have the following corporate powers, to wit:

(a) to sue and be sued, complain, and defend in its corporate name;

(b) To have a corporate seal, which may be altered at will and to use the same by causing it, or a facsimile thereof to be impressed, affixed or in any manner reproduced.

(c) To purchase, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any legal or equitable interest in property, wherever located;

(d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;

(e) To lend money to, and use its credit to assist, its officers and employees in accordance with Section 607.0833;

(f) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;

(g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

(h) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

(i) To conduct its business, locate offices, and exercise the powers granted by The Florida Business Corporation Act within or without this State;

(j) To elect directors and appoint officers, employees and agents of the corporation and define their duties and fix their compensation, and lend them money and credit;

(k) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of this State, for managing the business and regulating the affairs of the corporation;

(l) To make donations for the public welfare or for charitable, scientific or educational purposes;

(m) To transact any lawful business that will aid governmental policy;

(n) To make payments or donations or do any other act not inconsistent with the law that furthers the business and affairs of the corporation;

(o) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any and all of the current or former directors, officers, employees and agents of its subsidiaries;

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his/her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and

(q) To be promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other entity.

(r) To have power to do all things necessary or convenient to carry out its business and affairs.

ARTICLE V. SHARES OF STOCK

The aggregate number of shares which this Corporation shall

have authority to issue shall be SEVEN THOUSAND shares of common class only with a par value of One and no/100 (\$1.00) Dollar per share. Each holder of common stock in this Corporation shall be entitled to one vote for each share of common stock held by him or her.

ARTICLE VI. PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to acquire unissued or treasury shares of the Corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares in said Corporation.

ARTICLE VII. REGISTERED OFFICE

The street address of the Corporation's initial registered office is as follows, to wit:

9529 S. R. 52
Hudson, Florida 34669-3002

ARTICLE VIII. REGISTERED AGENT

The name of the Corporation's initial registered agent at the above-mentioned address is as follows:

THOMAS G. CENTELLA

ARTICLE IX. BOARD OF DIRECTORS

The Board of Directors of this Corporation shall consist of one or more members, and the exact number thereof to be fixed by the bylaws of said Corporation. The initial Board of Directors shall consist of one member whose name and address is as follows:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS G. CENTELLA	9529 S. R. 52, Hudson, Fl 34669-3002
PAUL CENTELLA	9529 S. R. 52, Hudson, Fl 34669-3002
RICK M. CENTELLA	9529 S. R. 52, Hudson, Fl 34669-3002

Said initial Board of Directors shall hold office until the first annual meeting of the shareholders and until their successors shall have been elected or qualified, or until their earlier resignation, removal from office or death, whichever shall first occur.

ARTICLE X. INCORPORATOR

The following person shall act as the incorporator of WHITE PELICAN INSULATION, INC. by signing and delivering or causing to be delivered, said Articles of Incorporation in duplicate, to

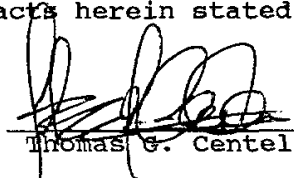
the department of State of the State of Florida:

<u>NAME</u>	<u>ADDRESS</u>
Thomas G. Centella	9529 S. R. 52 Hudson, Fl 34669-3002

ARTICLE XI. BYLAWS

The power to adopt, alter, amend or repeal bylaws, shall be vested in the Board of Directors. Bylaws adopted by the Board of Directors may be repealed, changed, and new bylaws may be adopted by the shareholders, and the shareholders may prescribe in any bylaws made by them that such bylaws shall not be altered, amended, or repealed by the Board of Directors. The bylaws may contain any provision for the regulations and management of the affairs of the corporation not inconsistent with law or with the Articles of Incorporation

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator have hereunto set my hand and seal this 5th day of November, 2002 for the purpose of this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State, State of Florida, this Certificate of Incorporation and certify that the facts herein stated are true.


Thomas G. Centella

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, this day personally appeared, THOMAS G. CENTELLA, who is personally known to me and known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS, my hand and official seal this 5th day November, 2002.


Linda Territo
Notary Public



Linda Territo
MY COMMISSION # CC974081 EXPIRES
October 9, 2004
BONDED THROUGH TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST - WHITE PELICAN INSULATION, INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF HUDSON, COUNTY OF PASCO, HAS
NAMED THOMAS G. CENTELLA LOCATED AT 9529 S. R. 52, HUDSON, FLORIDA
34669-3002, COUNTY OF PASCO, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE: 

TITLE: Incorporator

DATE: November 5, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
NAMED 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.

SIGNATURE: 

(Resident Agent)

DATE: November 5, 2002

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TALLAHASSEE FLORIDA