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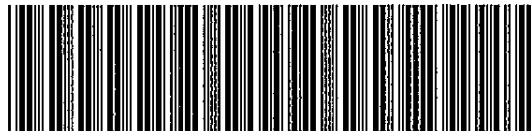
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2003 MAR 12 PM 1:50  
TALLAHASSEE FLORIDA

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3/17/03

ROBERT C. HILL, JR.

Attorney at Law  
P.O. Box 1086  
2431-33 First Street  
Fort Myers, FL 33902  
Ph. (239) 332-2996  
Fax (239) 332-7483

**FILED**  
2003 MAR 12 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

March 5, 2003

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Diversified Architectural Products, Inc.

Gentlemen:

Enclosed please find the original and two copies of the Articles of Incorporation and Acceptance of Registered Agent for this corporation, as well as my check in the amount of \$122.50 to cover the filing fee for the above corporation. Please return one set of the Articles and Acceptance of Registered Agent to my office in the enclosed self-addressed, stamped envelope.

Thank you for your cooperation in this matter.

Very truly yours,



Robert C. Hill, Jr.

RCH:mlr

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF

DIVERSIFIED ARCHITECTURAL PRODUCTS, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act does hereby adopt the following Articles of Incorporation.

ARTICLE I-NAME

The name of the corporation shall be, DIVERSIFIED ARCHITECTURAL PRODUCTS, INC.

ARTICLE II-PRINCIPAL OFFICE

The principal office of DIVERSIFIED ARCHITECTURAL PRODUCTS, INC. shall be 2544 First Street, Unit 107, Fort Myers, Florida 33901.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "COMMON SHARES". All of said stock shall be payable in cash, property

(real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

#### **ARTICLE V-VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### **ARTICLE VI-TERM**

This corporation shall commence its existence upon filing Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

#### **ARTICLE VII-PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VIII-INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2544 First Street, Unit 107, Fort Myers, Florida 33901 and the name of the initial registered agent of this corporation is STAN DUCKER.

#### ARTICLE IX-INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially with the exact number of directors to be specified by the shareholder from time to time unless the shareholder shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is,

STAN DUCKER,  
Chairman, Board of Directors  
2544 First Street, Unit 107  
Fort Myers, Florida 33901

#### ARTICLE X-INCORPORATOR

The name and address of the person signing these articles is:

STAN DUCKER,  
Chairman, Board of Directors  
President/Secretary/Treasurer

#### ARTICLE XI-INITIAL SUBSCRIBERS

The name and initial post office address of the initial subscribers of this certificate of incorporation and the number of shares of the capital stock of this corporation subscribed by the said subscribers of these Articles of Incorporation are as follows:

STAN DUCKER  
2544 First Street, Unit 107  
Fort Myers, Florida 33901

#### ARTICLE XII-INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law, either now existing or hereafter enacted.

### ARTICLE XIII

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation.

Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is that is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

### ARTICLE XIV

The private property of the stockholders shall not be subject to the payment of the corporate debt to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

**ARTICLE XV**

The initial subscriber is empowered to carry out all financial transactions of the corporation and the corporation is authorized to pay health care costs of all executives.

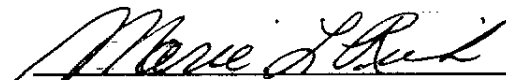
IN WITNESS WHEREOF, the undersigned subscribers has executed these Articles of Incorporation on this 24<sup>th</sup> day of February, 2003.

  
\_\_\_\_\_  
STAN DUCKER  
Subscriber

STATE OF FLORIDA  
COUNTY OF LEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared STAN DUCKER, who is personally known to me or who has produced FLA D/K D260-787-62-176-0 as identification and who did/did not take an oath, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 24<sup>th</sup> day of February, 2003.

  
\_\_\_\_\_  
NOTARY PUBLIC

MARIE L. Rick  
Typed or Printed Name of Notary

My Commission Expires:

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

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

DIVERSIFIED ARCHITECTURAL PRODUCTS, INC., A FLORIDA  
CORPORATION, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE  
STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY  
OF FORT MYERS, STATE OF FLORIDA, HAS NAMED STAN DUCKER, LOCATED AT:

2544 First Street, Unit 107, Fort Myers, Florida 33901

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

DATED this 24<sup>th</sup> day of February, 2003.



STAN DUCKER  
Chairman of the Board  
President/Secretary/Treasurer

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

DATED this 24<sup>th</sup> day of February, 2003.

  
STAN DUCKER

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CLERK OF STATE  
TALLAHASSEE FLORIDA

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