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ARTICLES OF INCORPORATION OF MICHAEL'S WINDOWS & DOORS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as sole incorporator, hereby adopts these Articles of Incorporation and forms a corporation for profit (the "Corporation") under the laws of the State of Florida, as follows:

ARTICLE I Name

The name of the Corporation is Michael's Windows & Doors, Inc.

Address

The principal mailing address of the Corporation is 10360 U.S. Highway 19 North, Pinellas Park, FL 33782.

ARTICLE II Term of Existence

The date when corporate existence shall commence is on the date when these Articles of Incorporation are filed with the Department of the Secretary of State of the State of Florida as provided by Section 607.0203 (1), Florida Statutes, and the Corporation shall have perpetual existence thereafter.

ARTICLE III Nature of Business

The Corporation is organized for the purpose of engaging in any and all lawful business permitted for a corporation under the laws of the State of Florida.

ARTICLE IV Powers

The Corporation shall have the power to:

- (a) have perpetual succession by its corporate name:
- (b) be sued and to sue, complain, and defend in its corporate name in all actions or proceedings;
- (c) have a corporate seal and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
- (d) purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

- (e) sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its assets and property;
- (f) lend money to and use its credit to assist its officers and employees to the full extent permitted by law;
- (g) purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares of other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;
- (h) make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
- (i) lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds to loaned or invested:
- (j) conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.
- (k) Elect or appoint officers and agents for the Corporation including administrative personnel and other persons and define their duties and fix their compensation;
- Make and alter by-laws, not inconsistent with these Articles of incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;
- (m) Make donations for the public welfare or for charitable, scientific, or educational purposes;
- (n) Transact any lawful business which the Board of Directors of the Corporation shall find will be in aid of governmental policy;
- (o) Have and exercise all powers necessary or convenient to affect its purposes.

ARTICLE V Capital Stock

The Corporation is authorized to issue 50,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated Common Stock.

ARTICLE VI Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is c/o CR Doors, 10360 U.S. Highway 19 North, Pinellas Park, Fl 33782, and the name of its initial registered agent at such address is Michael D. Ticktin.

ARTICLE VII Directors

The Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the by laws of the Corporation, provided that the Corporation shall always have at least one director but no more that five directors. The name and address of the initial director of the Corporation, who shall serve until his successor or successors are duly elected and qualifies, is:

Michael D. Ticktin 1919 Martin Luther King St.

St. Petersburg, FL 33704

ARTICLE VIII Incorporation

The name and address of the incorporator signing these Articles of Incorporation is:

Michael D. Ticktin

1919 Martin Luther King St. St. Petersburg, FL 33704

ARTICLE IX By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Corporation's Board of Directors.

ARTICLE X Indemnification

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

ARTICLE XI Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNES WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Laday of June, 2003.

Michael D. Ticktin Incorporator

ACCEPTANCE BY REGISTERED AGENT

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Having been named Registered Agent and designated to accept service of process for the STATE ALLAHASSEE FLORIDA above corporation at c/o CR Doors, 10360 U.S. Highway 19 North, Pinellas Park, FL 33782, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Dated: June 5th, 2003

Michael D. Ticktin