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SECRETARY OF STATE
TALLAH! FE, FLORIDA

September 12, 2003

TRANSMITTAL LETTER

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

SUBJECT: WINSTON HOME IMPROVEMENTS INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the new Articles of Incorporation. Also enclosed is a check in the amount \$87.50 for the filing fee, certified copy and certificate of status.

ADDITIONAL COPY REQUIRED IS ENCLOSED

Please return to: WINSTON HOME IMPROVEMENTS INC.

C/O Butch Lesky - Registered Agent & Incorporator 102 Spencer Lane, Lady Lake, FL 32159.

NOTE: The original and one copy of the articles are enclosed.

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F. S. (Profit)

ARTICLE I NAME

The name of the Corporation shall be: WINSTON HOME IMPROVEMENTS INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 102 Spencer Lane, Lady Lake, FL 32159.

ARTICLE III

This corporation was established as a profit corporation.

ARTICLE IV **SHARES**

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

INITIAL OFFICERS/DIRECTORS ARTICLE V

Butch Lesky - President - 102 Spencer Lane, Lady Lake, FL 32159. Kathy Holton - Vice- President - 102 Spencer Lane, Lady Lake, FL 32159.

Jerry Goforth- Treasurer - 102 Spencer Lane, Lady Lake, FL 32159.

ARTICLE_VI REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is Butch Lesky - 102 Spencer Lane, Lady Lake, FL 32159.

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Butch Lesky - 102 Spencer Lane, Lady Lake, FL 32159.

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

(SIGNATURE) Butch Lesky - Registered Agent

(SIGNATURE) Butch Lesky - Incorporator

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