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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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October 21, 2003

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

RE: Articles of Incorporation for:
Matthew Asbel Enterprises, Inc.

Dear Sir and Madam:

Enclosed for filling, on behalf of Matthew Asbel Enterprises, Inc., are:

- 1. Articles of Incorporation (an original and one copy), and
- 2. Certificate of Designation/Registered Agent.

Also enclosed is a check for \$ 78.75 representing the fees for the Articles of Incorporation and the Certificate of Designation/Registered Agent.

Please file the Articles of Incorporation and Certificate of Designation and return a 'filed copy' to me in the enclosed self-addressed, stamped envelope.

Please call me if you have any questions or need additional information.

Very truly yours,
Matthe Ashil.

Enc.

## ARTICLES OF INCORPORATION OF Matthew Asbel Enterprises, Inc.

The undersigned incorporator hereby adopts these Articles of Incorporation for the purpose of forming a corporation (the "Corporation") under the Florida Business Corporation Act (the "Act").

#### I. Name

The name of the Corporation shall be Matthew Asbel Enterprises, Inc.

## II. Term of Existence

The Corporation shall begin its existence on the date of the filing of these Articles of Incorporation with the Florida Department of State, and it shall have perpetual existence thereafter.

#### III. <u>Purpose</u>

This corporation is formed to engage in (i) consulting and related activities which are related, directly or indirectly, to the installation of aluminum products, and (ii) any activity or business permitted under the laws of the United States and the State of Florida.

## IV. Principal Office

The street address of the initial principal office of the Corporation shall be:

2205 Deer Lane Zephyrhills, Florida 33540

#### V. Capital Stock

The Corporation shall be authorized to issue 100 shares of common stock having a par value of one cent (\$0.01) per share.

#### VI. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is: 2205 Deer Lane, Zephyrhills, Florida 33540. The name of its initial registered agent at such address is Matthew Asbel.

#### VII. Directors

The Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least one director. The name and address of the initial director of the Corporation, who shall serve until his successor is duly elected and qualified, are:

> Name Matthew Asbel

Address

2205 Deer Lane, Zephyrhills, Florida 33540

#### VIII. Incorporator

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

Name: Matthew Asbel

Address
2205 Deer Lane, Zephyrhills, Florida 33540

#### IX. Bylaws

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

#### X. Indemnification

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

#### XI. Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on October 21, 2003.

Matthew Asbel, Incorporator

#### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated corporation, at the place designated herein, 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: October 21, 2003

Matthew Asbel, Registered Agent

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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: Matthew Asbel Enterprises, Inc.
- 2. The name and address of the registered agent and office is:

Matthew Asbel 2205 Deer Lane Zephyrhills, Florida 33540

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.

Signature

Matthew Asbel, Registered Agent

Date:

October 21, 2003

TALLAHASSEE, FLORIDA