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STEPHANIE A. REINICKE, P.A.

ATTORNEY AT LAW SUITE 803 1800 SECOND STREET SARASOTA, FLORIDA 34236

PH. 941-366-1630

BOARD CERTIFIED IN REAL ESTATE FAX 941-366-0693

ALSO ADMITTED IN COLORADO

June 22, 2004

Florida Department of State Division of Corporations P. O. Box 5327 Tallahassee, Florida 32314

Re: Progressive Screen Systems, LLC/Progressive Screen Systems, Inc.

Ladies/Gentlemen:

Enclosed is an original of the Articles of Dissolution for PROGRESSIVE SCREEN SYSTEMS, LLC and my check in the amount of \$25.00 representing the filing fee. Please file these Articles of Dissolution.

Also enclosed is correspondence from PROGRESSIVE SCREEN SYSTEMS, LLC releasing the name to PROGRESSIVE SCREEN SYSTEMS, INC. to be formed by Arthur James, Jr. A duplicate original of the Articles of Incorporation for PROGRESSIVE SCREEN SYSTEMS, INC. are also enclosed, along with my check in the amount of \$78.75 representing the filing fee and the certified copy fee. Please return a certified copy to my office.

Please do not hesitate to contact this office should you have any questions.

Very truly yours,

Stephanie A. Reinicke

/sar

Enclosures

DIVISIONED PARTY OF STATE OF SUM 30 PM 1. F.

May 05 04 08:53a EROF, Inc.

866 853-1549

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Page 3

May 3, 2004

Florida Department of State Division of Corporations P. O. Box 5327 Tallahassee, Florida 32314

Re: PROGRESSIVE SCREEN SYSTEMS, LLC PROGRESSIVE SCREEN SYSTEMS, INC.

Dear Sir or Madam:

Please be advised that Progressive Screen Systems, LLC hereby relinquishes the right to use the name Progressive Screen Systems, and releases the name to Progressive Screen Systems, Inc. (Ambus James, J.)

Very truly yours,

Aremus James.

Membe

Member

Kudy Si Member

ARTICLES OF INCORPORATION OF

Progressive Screen Systems, INC., A Florida Corporation

Article I NAME

The name of this Corporation is Progressive Screen Systems, INC., a Florida corporation.

Article II TERM OF EXISTENCE

Pursuant to the provisions of Florida Statutes, the existence of the Corporation shall commence upon filing of these Articles. The Corporation shall have perpetual existence thereafter unless dissolved pursuant to Florida Statutes.

Article III NATURE OF BUSINESS

This Corporation is organized for the following purpose:
To engage in any and all lawful business.

Article IV POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any

other manner reproduced.

- (d) To 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) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the fullest extent permitted by law.
- (g) To 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 or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.
- (h) To 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) To 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 so loaned and invested.
- (j) To conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (1) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this State, for the administration and regulation of the affairs of the Corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.

ARTICLE VIII Directors

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by the Bylaws but shall never be less than one (1) director and no more than five (5) Directors. The names and addresses of the initial Directors of this Corporation who shall serve until their successors are duly elected and qualified are:

NAME

ADDRESS

ARTHUR JAMES, JR.

1300 Hardin Avenue Sarasota, FL 34243

ARTICLE IX Subscriber

The name and street address of the Incorporator signing these Article of Incorporation is as follows:

NAME

ADDRESS

STEPHANIE A. REINICKE

1800 Second Street, Suite 803 Sarasota, FL 34236

ARTICLE X Amendment

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

WITNESS my hand and seal at Sarasota, Florida, this 22 day of _______, 2004.

STEPHANIE A. REINICKE

- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
 - (o) To pay pensions and establish pension plans, profitsharing plans, stock bonus plans, and other incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries.
 - (p) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.
 - (q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V Principal Office

The principal office and mailing address of this corporation shall be 1300 Hardin Avenue, Sarasota, FL 34243.

ARTICLE VI

Capital Stock

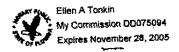
This Corporation is authorized to issue ONE THOUSAND (1000) shares of common stock with no par value.

ARTICLE VII Initial Registered Office and Agent

The street address of the initial Registered Office of this Corporation is 1800 Second Street, Suite 803, Sarasota, Florida 34236, and the name of the initial Registered Agent of this Corporation at that address is STEPHANIE A. REINICKE, ESQUIRE.

STATE OF FLORIDA) COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this day of JUNE, 2004, by STEPHANIE A. REINICKE who is personally known to me or who produced as identification.



Notary Public Signature
Printed Name

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation; to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation) authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in the office as required by law.

STEPHANIE A. REINICKE

Registered Agent

DIVISION OF TOUR SAME,