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February 21, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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RE: MCGHEE'S GLASS SHOP, INC.

Dear Ladies:

Enclosed please find the original and one copy of the Articles of Incorporation for the above corporation. Please file the original Articles and return a certified copy to the undersigned. Our check in the amount of \$122.50 is enclosed. A self-addressed, stamped envelope is enclosed for your convenience.

Should you have any questions regarding this request, please do not hesitate to contact us. Thank you for your cooperation in this matter.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE

Dianne E. Evans

DIANNE E. EVANS
Legal Assistant to
Stephen B. Shell

/dee
enclosure
B1103-20214

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65 FEB 22 PM 1:33
TALLAHASSEE, FLORIDA

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2-22-95

**ARTICLES OF INCORPORATION
OF
MCGHEE'S GLASS SHOP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. - NAME

The name of this corporation is MCGHEE'S GLASS SHOP, INC.

ARTICLE II. - PURPOSE

This corporation is organized for the purpose of engaging in any lawful act or activity for which authorized corporations may be organized under the laws of the State of Florida, and business incidental or related thereto and for the purpose of transacting any or all other lawful business.

ARTICLE III. - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV. - 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the corporation shall be:

500 LAKEWOOD ROAD
PENSACOLA, FLORIDA 32507

The Board of Directors may change the address from time to time to any other address in the State of Florida.

ARTICLE VI. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 500 Lakewood Road, Pensacola, Florida 32507, and the name of the initial registered agent of this corporation at that address is KENNETH W. McGHEE.

ARTICLE VII. - INITIAL OFFICERS AND DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

KENNETH W. McGHEE
500 LAKEWOOD ROAD
PENSACOLA, FL 32507

DWAYNE YATES
121 RUBERIA AVENUE
PENSACOLA, FL 32507

LESLIE BURKHART
121 RUBERIA AVENUE
PENSACOLA, FL 32507

LINDA McGHEE
500 LAKEWOOD ROAD
PENSACOLA, FL 32507

ARTICLE VIII. - INCORPORATOR

The name and address of the persons signing these Articles are:

KENNETH W. McGHEE
500 LAKEWOOD ROAD
PENSACOLA, FL 32507

DWAYNE YATES
121 RUBERIA AVENUE
PENSACOLA, FL 32507

ARTICLE IX. - BY-LAWS

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

ARTICLE X. - RESTRICTIONS ON TRANSFER OF STOCK

The corporation, and subject to the priority of the corporation, the remaining stockholders of the corporation, shall have a preference in the purchase of any shares of the capital stock of the corporation, and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgee, assignee, receiver, trustee in bankruptcy or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the Secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the Secretary of the corporation shall mail a written notice to all of the remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholders or the person in privity with him desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this article, may thereafter sell such stock for

a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this article. Neither the corporation, nor the remaining stockholders (collectively), may exercise their privilege or purchasing as to any shares of stock less than the total number of shares involved in such offer.


ARTICLE XI. - INDEMNIFICATION

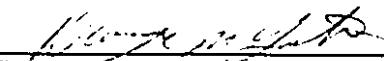
The corporation shall indemnify any officer or directors, or any former officer or director, to the full extent permitted by law.

ARTICLE XII. - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of February, 1995.


KENNETH W. MCGHEE

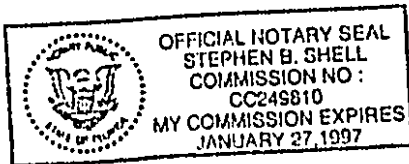

DWAYNE YATES

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared KENNETH W. MCGHEE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 21st day of February, 1995.



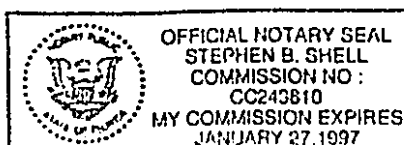
[Signature]
Typed Name: STEPHEN B. SHELL
Notary Public-State of Florida
My commission expires: 1/27/97

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared DWAYNE YATES, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 21st day of February, 1995.



[Signature]
Typed Name: STEPHEN B. SHELL
Notary Public-State of Florida
My commission expires: 1/27/97

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MCGHEE'S GLASS SHOP, INC. at the place designated in the Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Section 48.001 relative to keeping such office open.

DATE: February 21 1995

Kenneth W. Mc Ghee
KENNETH W. MCGHEE

FILED
95 FEB 22 PM 1:33
SECRET
TALLAHASSEE