

95000029445

TRANSMITTAL MEMORANDUM

TO: Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

DATE: April 7, 1995

RE: Tri-County Sheet Metal,
Inc.

Our File: W-45,316

DOCUMENTS OR PAPERS LISTED BELOW ARE ENCLOSED:

1. Original and one copy of the Articles of Incorporation
2. Check in the amount of \$122.50 for filing
3. Stamped, self-addressed return envelope

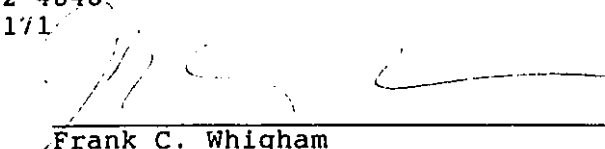
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***122.50 ***122.50

PLEASE TAKE THE FOLLOWING ACTION:

Please file the Articles, certify the copy and return it to me in the envelope provided.

THANK YOU.

STENSTROM, MCINTOSH, JULIAN, COLBERT, WHIGHAM & SIMMONS, P.A.
Attorneys at Law
Suite 22, Sun Bank
200 W. First Street
Sanford, Florida 32771
Post Office Box 4848
Sanford, Florida 32772-4848
Telephone: (407) 322-2171
FAX: (407) 330-2379



Frank C. Whigham

ARTICLES OF INCORPORATION
OF
TRI-COUNTY SHEET METAL, INC.

FILED
93 APR 10 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is TRI-COUNTY SHEET METAL, INC.,
located at 215 S. Oak Avenue, Sanford, FL 32771.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the
filing of these Articles of Incorporation, which shall be the
effective date of the corporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting
any and all lawful business which corporations may conduct pursuant
to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common
stock at \$1.00 par value, which shall be designated "Common
Shares".

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 215 S. Oak Avenue, Sanford, FL 32771 and the name
of the initial Registered Agent of this corporation located at that
address is MICHAEL R. MONIZ.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

MICHAEL R. MONIZ

1748 Laredo Drive
Deltona, FL 32738

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

MICHAEL R. MONIZ

1748 Laredo Drive
Deltona, FL 32738

ARTICLE VIII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - 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 shareholders is subject to this reservation.

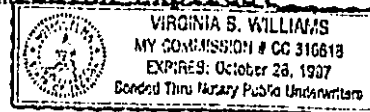
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 7th day of April, 1995.


MICHAEL R. MONIZ

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

The foregoing instrument was acknowledged before me by MICHAEL
R. MONIZ, personally known to me or who produced _____
_____ as identification, this 7th day of
April, 1995.

Virginia S. Williams
Notary Public
My commission expires: _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

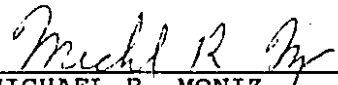
TRI-COUNTY SHEET METAL, INC.

In pursuance to Chapter §48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That TRI-COUNTY SHEET METAL, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 215 S. Oak Avenue, Sanford, FL 32771, has named MICHAEL R. MONIZ, located at 215 S. Oak Avenue, Sanford, FL 32771, County of Seminole, State of Florida, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above entitled corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


MICHAEL R. MONIZ