

LAW OFFICES OF
RONALD H. KAUFFMAN

P95000031037

100 S.E. SECOND STREET
SUITE 230
MIAMI, FLORIDA 33131
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April 14, 1995

Dept. of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000001458160
-04/17/95--01080--015
***122.50 ***122.50

To Whom It May Concern:

Enclosed is the original and one copy of the Articles of Incorporation of Westwall Construction Systems, Inc.

Also enclosed is a check in the amount of \$122.50 to cover filing fee, certified copy fee and the designation of registered agent fee.

Thank you for your attention to this matter.

Sincerely,



Ronald H. Kauffman

enclosures: Articles of Incorporation
Check for \$122.50

4/20

ARTICLES OF INCORPORATION
OF
WESTWALL CONSTRUCTION SYSTEMS, INC.

FILED
95 FEB 17 PM 3:23
SECRETARY OF STATE
ALBANY, NEW YORK

Article I - Name

The name of this corporation is:

WESTWALL CONSTRUCTION SYSTEMS, INC.

Article II - Duration

The existence of this corporation shall be perpetual.

Article III - Purpose

All types of real estate and construction activities.

and for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares
of One 00/100 Dollar (\$ 1.00) par value common
stock.

Article V - Preferences, Limitations and
Relative Rights of Shares of Capital Stock

Section 1. Rights upon Liquidation or Dissolution.

The assets of this corporation shall be payable to and distributed
ratably among the holders of record of the Common Shares.

Section 2. Voting Rights.

Except as otherwise provided by law, the entire voting power for
the election of directors and for all other purposes shall be vested exclusive-
ly in the holders of the outstanding Common Shares.

Article VI - 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

holders, 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 VII - Initial Registered Office and Agent

The street address of the initial registered office and the principal office of this corporation is:

100 S.E. 2nd Street
Suite 2350
Miami, Florida 33131

resident
and the name of the initial registered agent of this corporation at that address is:

Florence Leger Riccardi

Article VIII - Initial Board of Directors

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

Florence Leger Riccardi
100 SE 2nd St
Suite 2350
Miami, Florida 33131

Article IX - Incorporator

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

Florence Leger Riccardi
100 SE 2nd St
Suite 2350
Miami, Florida 33131

Article X - Bylaws

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

Article XI - Approval of Shareholders Required for Merger

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

Article XII - Indemnification

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

4.

these articles of incorporaiton this 11th day of April 1995

✓ Florence Roger Riccardi
Subscriber

STATE OF FLORIDA)
COUNTY OF DADE) SS

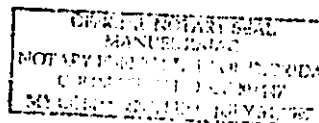
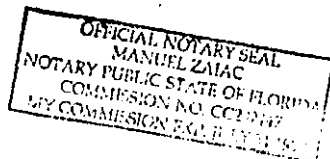
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

Florence Leger Riccardi

personally known to me and known by me to be the person who executed the foregoing articles of incorporation, and who acknowledged before me that she executed those articles of incorporation and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the State and County aforesaid, this 11th day of
April 1995.

MANUEL ZAIAC



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT WESTWALL CONSTRUCTION SYSTEMS, INC.

(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF Miami
(CITY)

STATE OF Florida HAS NAMED Florence Leger Riccardi
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT 100 S.E. 2nd Street, Suite 2350
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF Miami, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
(CITY)

SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Florence Leger Riccardi
Florence Leger Riccardi (CORPORATE OFFICER)

TITLE President

DATE April 11, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, I HEREBY AM FAMILIAR WITH AND ACCEPT THE
DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION
AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Florence Leger Riccardi
Florence Leger Riccardi (RESIDENT AGENT)

DATE April 11, 1995