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FILED
MAY 15 PM 3:34
TALLAHASSEE, FLORIDA

May 11, 1995

Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32314

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-05/15/95--01096--017
*****70.00 *****70.00

RE: J & M HOME IMPROVEMENTS, INC.

To Whom It May Concern:

With this letter, please find enclosed Articles of Incorporation for the above mentioned corporation, along with this firm's check in the amount of \$70.00 to cover filing fees.

Please return a copy of the filed Articles to my office.

If you have any questions, please do not hesitate to contact me. Thank you.

Very Truly Yours,


Mark E. Hager

MEH/ra

Enclosures

BROWN MAY 15 1995

**ARTICLES OF INCORPORATION
OF
J & M HOME IMPROVEMENTS, INC.**

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ARTICLE I - NAME

The name of the corporation is **J & M HOME IMPROVEMENTS, INC.**

ARTICLE II - DURATION

As provided in Florida Statutes, Chapter 607, this corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of Common Stock at \$1.00 par value.

ARTICLE V - PRE-EMPTIVE 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 15268 Valarie

Court, Brooksville, Florida 34613-6048, and the name of the initial registered agent of this corporation at that address is **MARIA C. PAINO**.

ARTICLE VII - INITIAL ADDRESS OF THE CORPORATION

The street address of the initial office of this corporation is 15268 Valarie Court, Brooksville, Florida 34613-6048.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors 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 (1). The name and address of the initial directors of this corporation are:

Maria C. Paino
15268 Valarie Court
Brooksville, Florida 34613-6048

and

Joseph Paino, Jr.
15268 Valarie Court
Brooksville, Florida 34613-6048

ARTICLE IX - INCORPORATORS

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

Maria C. Paino
15268 Valarie Court
Brooksville, Florida 34613-6048

and

Joseph Paino, Jr.
15268 Valarie Court
Brooksville, Florida 34613-6048

ARTICLE X - BYLAWS

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

ARTICLE XI - 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.

ARTICLE XII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 12th day of May, 1995.

Maria Pains
MARIA PAINO, Subscriber

Joseph Pains Jr
JOSEPH PAINO, JR. Subscriber

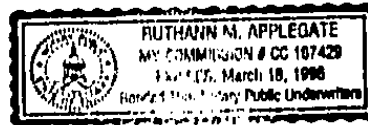
STATE OF FLORIDA

COUNTY OF HERNANDO

The foregoing instrument was acknowledged before me this 12th day of May, 1995,
by JOSEPH PAINO, JR. and MARIA C. PAINO, who have produced [Signature]
N. L. as identification, and who did take an oath.



[Signature]
NOTARY PUBLIC



Having been named registered agent to accept service of process for the above stated corporation, at the place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes in all matters relative thereto.

Maria C. Paino

MARIA C. PAINO
Registered Agent

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