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Samuel J. Swisher

ATTORNEY AT LAW
207B THE OFFICE PARK, 2477 STICKNEY POINT ROAD
SARASOTA, FLORIDA 34231
TELEPHONE: (813) 923-3811 • TELEFAX: (813) 923-9887

FILED

95 MAY 18 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 16, 1995

Florida Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-05/18/95--01097--004
***122.50 ***122.50

Re: Suncoast Building Systems, Inc.

Dear Madam or Sir:

I have enclosed for your review and filing the original and two copies of the Articles of Incorporation for Suncoast Building Systems, Inc., and a check in the amount of \$122.50 payable to the Florida Department of State for the following:

Filing Fee, for articles of Incorporation, F.S. 607.0122(1)	\$35.00
Filing Fee, for Resident Agent F.S. 607.0122(1)	35.00
Certified Copy, F.S. 607.0122(23)	<u>52.50</u>
TOTAL	\$122.50

Please return a certified copy of the Certificate of Incorporation to me.

Thank you for your prompt attention to and cooperation in this matter.

Very truly yours,

Samuel J. Swisher

Samuel J. Swisher

SJS/jsm

Pls 5-19

ARTICLES OF INCORPORATION
OF
SUNCOAST BUILDING SYSTEMS, INC.

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ARTICLE I - NAME

The name of this corporation is SUNCOAST BUILDING SYSTEMS, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are 4066 Palau Drive, Sarasota, Florida 34241.

ARTICLE III - PURPOSE

Pursuant to F.S. 607.03(01), this is a corporation for the purpose of conducting any and all lawful business, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 750 shares of a par value of \$10 per share common stock.

ARTICLE V - 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 (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 4066 Palau Drive, Sarasota, Florida 34241. The name of the initial registered agent of this corporation at that address is Kurt R. Rice.

ARTICLE VII - INCORPORATOR

The name and address of each incorporator are:

KURT R. RICE
4066 Palau Drive
Sarasota, FL 34241

WILLIAM KRAIG RICE
4066 Palau Drive
Sarasota, FL 34241

ARTICLE VIII - TERM

This corporation shall commence to exist at the time of the filing of these Articles of Incorporation by the Department of State of the State of Florida, and shall exist perpetually or until legally dissolved.

ARTICLE IX - MANAGEMENT OF THE CORPORATION BY SHAREHOLDER

All corporate powers shall be executed by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, shareholders of this corporation. This corporation shall have no directors.

51% of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE X - AMENDMENT

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

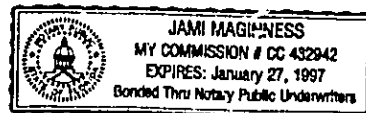
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of May, 1995.


KURT R. RICE

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me by KURT R. RICE, who is personally known to me, and/or who has produced his drivers license as identification, and who did take an oath on this 15th day of May, 1995.


NOTARY PUBLIC
My commission expires: 1/27/97



CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

BY 
KURT R. RICE