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WL
William L. Vinson, P.A.
Attorney and Counselor At Law

June 27, 1995

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

FILED
95 JUN 29 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-06/29/95--01075--005
*****70.00 *****70.00

Re: Architectural Composites, Inc.

Gentlemen:

Articles of Incorporation for the above named proposed Florida corporation are enclosed for filing. Also enclosed a check in the amount of \$70.00, representing payment of the following:

Filing Fees : \$35.00
Registered Agent
Designation : 35.00

Thank you for your assistance in this matter.

Very truly yours,


William L. Vinson

Will wait

**ARTICLES OF INCORPORATION
OF
ARCHITECTURAL COMPOSITES, INC.**

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TALLAHASSEE, FLORIDA

I. CORPORATE NAME

The name of this corporation is:

ARCHITECTURAL COMPOSITES, INC.

II. PRINCIPAL OFFICE OR MAILING ADDRESS

The principal place of business and the mailing address of this corporation are:

1528 Big Bass Drive
Tarpon Springs, FL 34689

P.O. Box 904
Palm Harbor, FL 34682

III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock.

V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing on July 1, 1995.

VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name and address of the initial Registered Agent of this Corporation are:

WILLIAM L. VINSON
110 S. Levis Avenue
Tarpon Springs, FL 34689

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

VII. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

VIII. INITIAL DIRECTORS.

The names of the initial director of this Corporation and his street address is:

WILLIAM P. JEFFERS
1528 Big Bass Drive
Tarpon Springs FL 34689

The person named as initial director shall hold office for the first year of existence of this Corporation or until successor is elected or appointed and has qualified, whichever occurs first.

IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

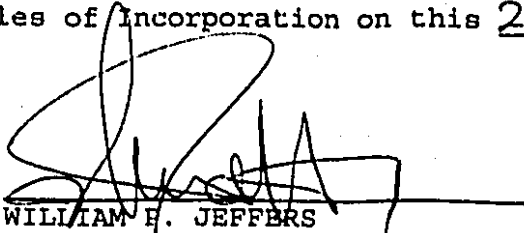
WILLIAM P. JEFFERS
1528 Big Bass Drive
Tarpon Springs, FL 34689

X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled

to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 27 day of June, 1995.


WILLIAM P. JEFFERS
Incorporator

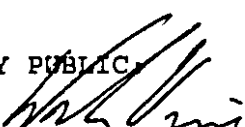
STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation was acknowledged before me this 27 day of June, 1995, by William P. Jeffers, who is personally known to me or who has produced Fla. Driver License as identification.

NOTARY PUBLIC



Wm. L. VINSON
Notary Public, State of Florida
My Comm. Expires Apr. 7, 1998
No. CC 359178
Bonded thru Official Notary Service

sign: 
print: Wm. L. Vinson
State of Florida at Large (Seal)
My commission expires:

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

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TALLAHASSEE, FLORIDA


In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That ARCHITECTURAL COMPOSITES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1528 Big Bass Drive, Pinellas County, Florida, has named WILLIAM L. VINSON, located at 110 S. Levis Avenue, Tarpon Springs, FL 34689, which is situate in Pinellas County, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and designated to accept service of process for the above Corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 6/27/95



WILLIAM L. VINSON
Registered Agent