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JAY L. NEMES, C.P.A.
CERTIFIED PUBLIC ACCOUNTANT

P.O. BOX 8820
PEMBROKE PINES, FLORIDA 33004

TELEPHONE: (305) 435-4465 - 437-0900

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

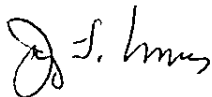
January 23, 1996

REF: EURODOOR, INC.

Dear Sir:

Enclosed is a check for \$122.50 made payable to the Secretary of State for the above corporation. I have enclosed two copies of the Articles of Incorporation. I would appreciate your processing this corporation as soon as possible and returning a certified copy of the articles to me. I have enclosed a self addressed envelope for your convenience. I appreciate your cooperation in expediting this filing. Should you have any questions regarding this filing please do not hesitate to contact me. Thanking you again.

Sincerely,



Jay L. Nemes

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TALLAHASSEE, FLORIDA

Enclosure

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**ARTICLES OF INCORPORATION
OF
EURODOOR, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporations Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is: EURODOOR, INC.

ARTICLE II

The duration of this corporation is perpetual, unless sooner voluntarily dissolved according to law, and the existence of this corporation commences at the time of subscription and acknowledgment of these Articles of Incorporation on January 23, 1996, provided that these Articles of Incorporation are filed by the department of State within five (5) days, exclusive of legal holidays, after such subscriptions and acknowledgment, and in the event the Articles of Incorporation are not filed by the Department of State within such period, then corporate existence shall commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III

The general purposes for which the organization is organized are:

- (1) To offer product design, product manufacturing, import and/or export products, and other related services in any manner that may be necessary, useful, or advantageous for the purposes of this corporation.
- (2) To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business which can, in the opinion of the Board of Directors of this corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- (3) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish such purposes.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is 1,000 .

Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE V

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

913 Diplomat Parkway, Hallandale, FL 33009

The name of its initial registered agent at such address is: Ileana Popescu.

ARTICLE VI

This corporation shall have three (3) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

The name and address of the Initial Directors of this Corporation are:

Ileana Popescu - 913 Diplomat Parkway, Hallandale, FL 33009
Enrico Popescu - 913 Diplomat Parkway, Hallandale, FL 33009
Samuel Anidjar - 913 Diplomat Parkway, Hallandale, FL 33009

ARTICLE VII

The Federal Identification Number assigned to this corporation is:

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

Ileana Popescu - 913 Diplomat Parkway, Hallandale, FL 33009

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of January 1996.



President

STATE OF FLORIDA

COUNTY OF Broward

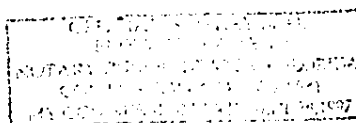
BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Ileana Popescu, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28 day of January 1996



Notary Public

My commission expires:



ACCEPTANCE AS RESIDENT AGENT

I, Ileana Popescu, hereby accept the designation as Resident Agent, for service of process upon EURODOOR, INC., within the State of Florida in accordance with the applicable Florida Statutes.

DATED this 23rd day of January, 1996.



Ileana Popescu

TALLAHASSEE, FLORIDA

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