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FILED  
MAR 28 1996  
TALLAHASSEE, FLORIDA

March 27, 1996

Via Federal Express

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

3-28-96

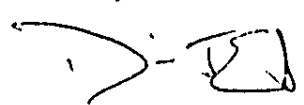
SECRET  
104762500-011032-0001  
\*\*\*122.50\*\*\*

Articles of Incorporation of  
Skylight Systems, Inc.

Dear Sir or Madam:

Please file the above referenced Articles of Incorporation. I have enclosed a check in the amount of \$122.50 to pay the filing fee. If you have any questions, please do not hesitate to call me. Thank you.

Sincerely,



David J. Edwards

Enclosure

**ARTICLES OF INCORPORATION**

**OF**

**SKYLIGHT SYSTEMS, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

Section 1.1. **Name**. The name of the corporation is Skylight Systems, Inc.

**ARTICLE II**

**Duration**

Section 2.1. **Duration**. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**Purposes**

Section 3.1. **Purposes**. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**Capital Stock**

Section 4.1. **Authorized Capital**. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares having a par value of \$.01 per share.

Section 4.2. **Restrictions on Transfer of Stock**. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

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96 APR -1 AM 8:14  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

3-28-96

**ARTICLE V**

**Initial Registered Office, Principal Office and Agent**

Section 5.1. Name and Address. The street address of both the initial registered office and the principal place of business of this corporation is:

2214 University Blvd. West  
Jacksonville, Florida 32217

and the name of the initial registered agent of this corporation at that address is: Spencer M. Cason.

**ARTICLE VI**

**Directors**

Section 6.1. Number. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2. Initial Directors. The name and street address of the initial members of the first board of directors of the corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
Robert J. van Winkel	2214 University Blvd. West, Jacksonville, Florida 32217
Guy M. Jones	2214 University Blvd. West, Jacksonville, Florida 32217
Spencer M. Cason	2214 University Blvd. West, Jacksonville, Florida 32217

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII

Bylaws

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE VIII

Incorporator

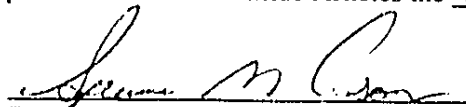
Section 8.1. Name and Address. The name and street address of the incorporator of this corporation is: Spencer M. Cason, 2214 University Blvd. West, Jacksonville, Florida 32217.

ARTICLE IX

Amendment

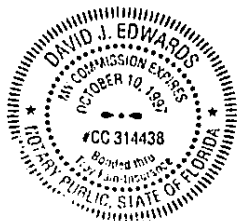
Section 9.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

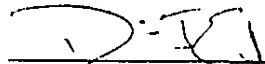
IN WITNESS WHEREOF, the incorporator has executed these Articles the 28<sup>th</sup> day of March, 1996.

  
\_\_\_\_\_  
Spencer M. Cason

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me by Spencer M. Cason this 28<sup>th</sup> day of March, 1996. He is personally known to me.

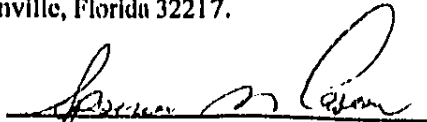


  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large.  
Name Printed: David J. Edwards  
Commission No.: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Sections 48.091 and 607.034, the following is submitted:

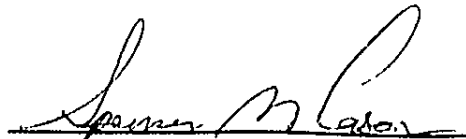
Skylight Systems, Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designates Spencer M. Cason as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 2214 University Blvd. West, Jacksonville, Florida 32217.

  
Spencer M. Cason

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dated: March 23, 1996

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Spencer M. Cason hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

  
Spencer M. Cason

Dated: March 23, 1996

(Art-Incp.ssi)