P96000042430

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-[illegible]71
904-222-[illegible]93 FAX

800-342-[illegible]86

CSC networks
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 14 PM 3:51

ACCOUNT NO. : 072100000032

REFERENCE : 949290 6457A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 122.50

ORDER DATE : May 10, 1996

ORDER TIME : 10:13 AM

ORDER NO. : 949290

CUSTOMER NO: 6457A

T00001817047

CUSTOMER: Ms. Alice Schween
ARNOLD MATHENY & EAGAN, P.A.

P. O. Box 2967

Orlando, FL 32803-3842

W96-10230
612

DOMESTIC FILING

NAME: GLASS SERVICE USA, INC.

RECEIVED
96 MAY 10 AM 11:14
DIVISION OF CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: CJ 5/17/96

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96 MAY 14 PM 3:51

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 14, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT

Please give original submission date as file date.

SUBJECT: GLASS SERVICE USA, INC.
Ref. Number: W96000010230

We have received your document for GLASS SERVICE USA, INC. and the authorization to debit your account in the amount of $122.50. However, the document has not been filed and is being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 896A00023876

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96 MAY 17 PM 12:28
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ARTICLES OF INCORPORATION

OF

GLASS SERVICE USA, INC.

Article I

Name, Principal Place of Business, and Duration

The name of the Corporation is GLASS SERVICE USA, INC. The principal place of business of the Corporation is Hrbová 1561, 755 01 Vsetin, Czech Republic. The duration of the Corporation is perpetual.

Article II

Registered Office and Agent

The address of the principal office in the State of Florida is 2501 Clark Street, in the City of Apopka, County of Orange. The name of the registered agent at such address is Alice I. Schween.

Article III

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Act of Florida.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Business Corporation Act of Florida.

Article IV

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of Common Stock ("Common Stock"), $.01 par value per share.

2. The designations, voting powers, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions of the above stock are as follows:

(a) The holders of the Common Stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.

(b) In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any other corporation, trust or other entity and receive payment therefor in cash, stock or obligations of such other corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation of any class, shall not be deemed to be a dissolution, liquidation or winding up of the Corporation for the purposes of this paragraph.

(c) Each holder of Common Stock has one vote with respect to each share of stock held by him of record on the books of the Corporation on all matters voted upon by the shareholders.

(d) The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.

(e) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by this Corporation ("shareholder"), does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of United States hereinafter adopted which have reference to or affect corporations, such securities, or such persons if any; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

ARTICLE V

Incorporator

1. The name and mailing address of the incorporator of this Corporation is as follows:

Name	Address
Alice I. Schween	2501 Clark Street, Apopka, FL 32703

2. The power of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

ARTICLE VI

Board of Directors

1. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise herein provided or reserved to the holders of Common Stock in the By-Laws of the Corporation.

2. (a) The number of members of the Board of Directors will be fixed from time to time by resolution of the Board of Directors, but (subject to vacancies) in no event may there be less than one (1) director. Each director shall serve until the next annual meeting of shareholders.

(b) If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next meeting of shareholders.

(c) The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

NAME	ADDRESS
Petr Chmelař	Hrbová 1561, 755 01 Vsetin, Czech Republic
Josef Chmelař	Hrbová 1561, 755 01 Vsetin, Czech Republic

ARTICLE VII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED: May 9, 1996.

Alice I. Schween (SEAL)
ALICE I. SCHWEEN

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

Be it remembered, that on this 9th day of May, 1996 personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, **ALICE I. SCHWEEN**, a party to the foregoing Articles of Incorporation, known to me personally and did not take an oath, and I having first made known to her the contents of said Articles, she did acknowledge that she signed, sealed and delivered the same as her voluntary act and deed.

Given under my hand and seal of office the day and year aforesaid.

Anne Hogue
NOTARY PUBLIC

ANNE HOGUE
MY COMMISSION # CC307761 EXPIRES
September 12, 1997
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 14 PM 3:51

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the Business Corporation Act of Florida, the following is submitted:

GLASS SERVICE USA, INC. with its principal place of business at Hrbová 1561, 755 01 Vsetin, Czech Republic has named Alice I. Schween, located at 2501 Clark Street, Apopka, FL 32703 as its agent to accept service of process within Florida.

Having been named to accept service of process for **GLASS SERVICE USA, INC.** at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of a Registered Agent under the Business Corporation Act of Florida.

Dated this 9th day of May, 1996.

Alice I. Schween

ALICE I. SCHWEEN, Registered Agent