

P96000043766

LAW OFFICES OF
MICHAEL SCHIFFRIN & ASSOCIATES, P.A.
SUITE 1400 • SUNBANK INTERNATIONAL CENTER
ONE SOUTHEAST THIRD AVENUE
MIAMI, FLORIDA 33131

TELEPHONE: (305) 530-0000
TELECOM: (305) 371-0034
(305) 372-3070

May 8, 1996

ASSOCIATED OFFICE:
D'KIELNEK Y ASOCIADOS, S.C.
RIO DANUBIO NO. 69 • 5° 14' 10"
COLONIA CUAUHTEMOC, C.R. 06800
MEXICO, D.F. (MEXICO CITY)
TELEPHONE: (5) 511-11-05
TELECOM: (5) 533-50-74

Secretary of State
State of Florida
Division of Corporations
The Capitol
Tallahassee, Florida 32301

500001825335
-05/16/96--01116--003
****122.50 ****122.50

Re: Architectural Building Group, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and the Designation and Acceptance of Registered Agent for the above-captioned corporation, along with our check in the amount of \$122.50 representing your fee for incorporating and for certified copies of same.

If you should have any questions or need anything further, please advise.

Very truly yours,

MICHAEL SCHIFFRIN & ASSOCIATES, P.A.

MICHAEL SCHIFFRIN, ESQ.

MS/ine
Encl.

Re: Solman / Architectural Building Group, Inc.

FILED
96 MAY 16 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

960515
003

ARTICLES OF INCORPORATION
OF
ARCHITECTURAL BUILDING GROUP, INC.

FILED
96 MAY 16 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned Incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS

The name of this corporation shall be:

ARCHITECTURAL BUILDING GROUP, INC.

and its principal office shall be located at:

160 South University Drive
Plantation, Florida 33324

ARTICLE II - NATURE OF BUSINESS

The general purpose for which this corporation is organized is to transact any and all lawful business for which the corporation may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - AUTHORIZED SHARES

The corporation shall be authorized to create and issue 1,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV - DIRECTORS NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

NAME

STREET ADDRESS

Michael Schiffrin, Esq.

Suit 1400 - SunTrust International Centre
One Southeast Third Avenue
Miami, Florida 33131

ARTICLE V - INCORPORATOR

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

NAME

STREET ADDRESS

Michael Schiffrin, Esq.

Suit 1400 - SunTrust International Centre
One Southeast Third Avenue
Miami, Florida 33131

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are hereby adopted as a part of these Articles of Incorporation:

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.
2. The Board of Directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.
3. In addition to other powers granted by these Articles of Incorporation and by law, the Corporation shall have power to adopt By-Laws not inconsistent with law or these Articles of Incorporation, and to change, amend and repeal the same, for the exercise and government of its affairs

and property, the transfer of its records of its stock or other securities, and the calling and holding of meetings of its stockholders. In no event, however, shall the By-Laws which may be adopted, or any provision thereof, limit in any way the powers or rights of the Corporation provided by the law and by these Articles of Incorporation.

4. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers, or otherwise.
5. The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.


IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Florida for uses and purposes aforesaid, this 8 day of April, 1996.


MICHAEL SCHIFFRIN, Incorporator

STATE OF FLORIDA)
 : ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, appeared Michael Schiffrin, [] to me personally known; or [] who produced _____ as identification, who after first being duly sworn stated that he is the person subscribing to the above and foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

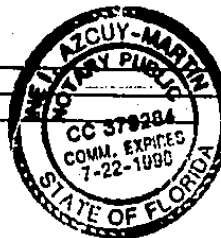
IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this 8 day of May, 1996.


NOTARY PUBLIC - STATE OF FLORIDA

{SEAL}

or

Print Name: _____
Commission No.: _____
Expiration No.: _____



DESIGNATION AND ACCEPTANCE

FILED

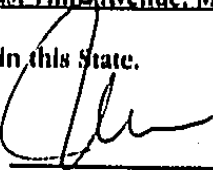
OF

96 MAY 16 PM 3:41

REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

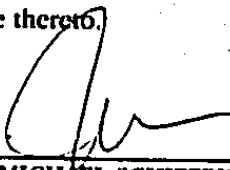
PURSUANT to Chapters 48.091 and 607, Florida Statutes, **ARCHITECTURAL BUILDING GROUP, INC.**, having filed its Articles of Incorporation contemporaneously herewith, with its principal offices as indicated therein located at 160 South University Drive, Plantation, Florida 33324, has named MICHAEL SCHIFFRIN, ESQUIRE, whose address is Suite 1400 - SunTrust International Centre, One Southeast Third Avenue, Miami, Florida 33131, as its Registered Agent to accept service of process within this State.



MICHAEL SCHIFFRIN,
[Incorporator]

Date

HAVING been named as registered agent to accept service of process for the above stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.



MICHAEL SCHIFFRIN, ESQ. Date
Michael Schiffrin & Associates, P.A.
Suite 1400 - SunBank International Center
One Southeast Third Avenue
Miami, Florida 33131
Telephone: (305) 539-0000
Telecopier: (305) 371-6934

P96000043766

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: ARCHITECTURAL BUILDING GROUP, INC. EIN or SS#: 65-0661164

Address: 533 Northgate 13 Street
Fort Lauderdale, Florida 33304

Amount: \$365.00 Date Paid _____

Reason for claim: Overpayment - P96000043766
SP 9/10/97

Certified true and correct this 13 day of September, 19 97

Signature by Architectural Building Group, Inc.
13 Secretary

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ <u>365.00</u>	
The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No. <u>01033-1001</u> dated <u>09-10-97</u>	
Name of Account <u>45202130001453000000000010000</u>	
Statutory Authority for Collection <u>607</u>	
It is requested that payment be made from the following account:	
NAME OF ACCOUNT <u>452021300014530000000022002000</u>	
Certified true and correct this _____ day of _____, 19 _____	
Department of State, Division of Corporations	(Agency)
	(Authorized Signature and Title)