1006674 William R. H. Broome, P.A.

Attorney at Law Suite 202 Commerce Pointe 1818 Australian Avenue South West Palm Beach, Florida 33409

Telephone (561) 689-5011 Pacsimile (561) 689-6820

July 31, 1996

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

> Re: JEF, INC.

100001911851 -08/02/96--01064--011 \*\*\*\*122.50 \*\*\*\*122.50

Ladies and Gentlemen:

Enclosed you will find original Articles of Incorporation of JEF, INC., together with a check for the following items:

I.	Filing Articles	ė a
2.	Furnishing certified copy	\$3:

of Articles

Filing Designation of Registered Agent

52.50

5.00

35.00

TOTAL

\$122.50

Kindly file the Articles and furnish a certified copy of Articles and Certificate of Incorporation.

Thank you for your assistance.

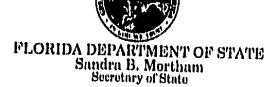
William R. H. Broome

WPHB/4ba

Enclasur - s

AUG 5 1996' BSB

W96-16238



August 5, 1996

WILLIAM R. H. BROOME, P.A. 1818 AUSTRALIAN AVENUE SOUTH SUITE 202 WEST PALM BEACH, FL 33409

SUBJECT: JEF, INC. Ref. Number: W96000016238

We have received your document for JEF, INC. and check(s) totaling \$122:50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker Corporate Specialist

Letter Number: 696A00037184

## ARTICLES OF INCORPORATION

OF

J.E.F., INC.

### ARTICLE I

#### NAME

The name of the corporation shall be J.E.F., INC.

#### ARTICLE II

## GENERAL NATURE OF BUSINESS

This corporation is hereby authorized to carry on, and to license and authorize others to carry on all or any part of the business of development, manufacturing and sale of window shutter systems. The corporation may also engage in any other activity or business permitted under the laws of the United States and of the state of Florida, or any other state.

#### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is ONE HUNDRED (100) SHARES with a par value of ONE (\$1.00) DOLLAR per share.

### ARTICLE IV

### INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than Twenty-Four Hundred (\$2,400.00) DOLLARS.

#### ARTICLE Y

#### CORPORATION EXISTENCE

The corporation shall have perpetual existence, which existence shall commence on the date on which these Articles are subscribed and acknowledged, unless the Articles are not filed with the Department of State within five (5) days thereafter, in which case such existence shall commence upon filing.

#### ARTICLE VI

#### PRINCIPAL OFFICE

The principal office and place of business of this corporation shall be located at Suite B, 1294 North Congress Avenue, West Palm Beach, Florida, 33409, with the privilege of establishing offices and places of business at other places in the state of Florida or the United States of America or abroad.

#### ARTICLE VII

# DIRECTORS AND DESIGNATION OF DIRECTOR RESPONSIBILITIES

Pursuant to Florida Statute 607.111, all corporate powers exercisable by or under the authority of the Board of Directors under these Articles and the laws of Florida, shall be exercised or performed by James E. Fullwood, Jr., until such time as his authority in that regard shall be terminated as set forth hereinafter. His authority to act in the place and stead of the Board of Directors shall terminate when the holders of fifty (50%) percent or more of the outstanding capital stock of the corporation shall sign and deliver to the principal office of the corporation

a writing declaring that the directorship responsibilities of James E. Fullwood, Jr. are terminated, and calling a special meeting of the stockholders of the corporation to elect a Board of Directors at such time and place as shall be designated in said writing. At such special shareholders meeting, three (3) directors shall be elected, with each shareholder being entitled to cast one vote for each of the three directors. Each new director shall be qualified and shall assume his office immediately upon receiving a majority of the votes cast for his office, and shall serve until his successor is elected and qualified at the next annual meeting of shareholders.

Directors need not be residents of the state of Florida or stockholders of the corporation. The number of directors after the special meeting for election of directors outlined above, may be increased but not diminished from time to time by bylaws adopted by the stockholders, provided that there shall always be an odd number of directors.

#### ARTICLE VIII

#### SUBSCRIBERS

The name and street address of the initial subscriber to the capital stock of the corporation, who is also the person signing, subscribing and acknowledging these Articles of Incorporation as incorporator is as follows:

James E. Fullwood, Jr. Suite B 1294 North Congress Avenue West Palm Beach, FL 33409

#### ARTICLE IX

#### PREEMPTIVE RIGHTS

Shareholders shall have proumptive right to acquire unissued or treasury shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

#### ARTICLE X

# REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent and office of the corporation shall be William R. H. Broome, Suite 202, Commerce Pointe, 1818 Australian Avenue South, West Palm Beach, FL, 33409.

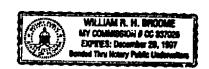
IN WITNESS WHEREOF, the above named incorporator has hereunto set his hand and seal this 31st day of July, 1996.

James E. Fullwood, Jr. (SEAL)

STATE OF FLORIDA )
COUNTY OF PALM BEACH

I HEREBY CERTIFY, that on this 31st day of July, 1996, JAMES E. FULLWOOD, JR., appeared before me, who is personally known to me, and who executed the foregoing Articles of Incorporation for the purposes therein mentioned, and who did not take an oath.

William R. H. Broome Notary Public, State of Florida



# ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent and agrees to comply with the provisions of the laws of Florida, including section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated this 31st day of July, 1996.

William R. H. Broome

SECRETARY OF STATE CONFISHING OF CORPORATIONS

96 AUG -6. PM 2: 27