

P96000073846

JOHN HAILE, P.A.
PO BOX 1200
119 US 27 SOUTH
LAKE PLACID, FLORIDA 33852
(941) 485-1902
FAX (941) 485-2001

PRACTICE LIMITED TO ESTATE PLANNING
WILL TRUSTS AND ESTATE TAXATION
ESTATE AND TRUST LITIGATION

August 30, 1996

SEMINOLE (941) 382-4400
WINTER HAVEN (941) 893-0904
ARCADIA (941) 494-4042
DOCA RATON (407) 391-0291
FLAGLER BEACH (904) 439-4000
100001518071
-09/04/96--01030--017
*****70.00 *****70.00

Secretary of State
FLORIDA DEPARTMENT OF STATE
P.O. Box 6327
Tallahassee, Florida 32314

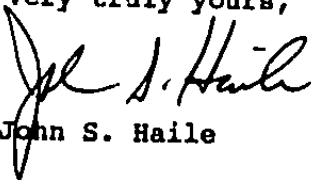
Re: C&J WINDOW & ALUMINUM, INC.

Enclosed please find the following:

1. An original plus one copy of the Articles of C&J ALUMINUM, INC.
2. A signed Certificate designating Resident Agent,
3. Our check in the amount of \$70.00.

Please forward to me a stamped copy of the Articles of Incorporation.

Thank you for your assistance in this matter.

Very truly yours,

John S. Haile

JSH/ss
Enclosures

FILED
96 SEP -3 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TAB 9/6

ARTICLES OF INCORPORATION
OF
C&J WINDOW & ALUMINUM, INC.

FILED
96 SEP -3 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby form, organize and incorporate under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, right, privileges and immunities of corporations for profit.

ARTICLE I

The name of this corporation shall be C&J WINDOW & ALUMINUM, INC.

ARTICLE II

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State. Its effective date in which it commenced doing business is January 1, 1996 for accounting purposes only.

ARTICLE III

The address of the principal office is P.O. Box 1221, Lake Placid, Florida 33862, the mailing address is the same.

ARTICLE IV

The corporation is organized for the specific purpose of any and all lawful business permitted by the state of Florida.

ARTICLE V

This corporation is authorized to issue 7,500 shares of one dollar par value common stock which shall be designated "Common Shares". The stated valuation of each share shall be fixed by the Board of Directors.

ARTICLE VI

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The name and address of the initial Board of Directors of this corporation is:

NAME

ADDRESS

Mark H. Fortier

P.O. Box 1221
Lake Placid, Florida 33862

ARTICLE VII

The street address of the initial registered office of this corporation is 119 U.S. 27 South, Lake Placid, Florida 33852 and the name of the initial registered agent of this corporation at that address is JOHN HAILE, P.A.

ARTICLE VIII

The name and address of each person signing these Articles is:

NAME

ADDRESS

Mark H. Fortier

P.O. Box 1221
Lake Placid, Florida 33862

The undersigned incorporator has executed these Articles of Incorporation this 28 day of August, 1996.


Mark H. Fortier

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

C&J WINDOW & ALUMINUM, INC.

2. The name of the registered agent and office is:


JOHN HAILE, P.A.
119 U.S. 27 South
Lake Placid, Florida 33852

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

JOHN HAILE, P.A.
Registered Agent


By: John S. Haile
Date: 8/29/96