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G. THOMAS BLAND, JR.
3455 Tabb Drive
Deltona, Florida 32738

FILED
96 SEP 13 PM 2:56
TALLAHASSEE, FLORIDA

September 12, 1996

Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

000001194727D
09/13/96-0196T-0004
***122.50 ***122.50

Reference: Incorporation of Alenco Group, Inc.

Dear Sir/Madam:

Enclosed please find the proposed Articles of Incorporation for Alenco Group, Inc., as well as my personal check in the amount of \$122.50.

I would appreciate your taking the necessary steps to incorporate this entity and providing me with a certified copy of same.

Sincerely,


G. Thomas Bland, Jr.

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96 SEP 13 PM 2:48
DIVISION OF CORPORATION

SEP 13 1996

will wait

**ARTICLES OF INCORPORATION
OF
ALENCO GROUP, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation is ALENCO GROUP, INC.

ARTICLE II: COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

The corporation shall commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation, and shall have perpetual existence.

ARTICLE III: GENERAL PURPOSE

The purpose for which the corporation has been formed is: To engage in and transact any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE IV: CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock having par value of ONE DOLLAR (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954.

**ARTICLE V: INITIAL PRINCIPAL PLACE OF BUSINESS AND INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial principal place of business is 735 Commerce Circle, Longwood, Florida 32751. The street address of the initial registered office of the corporation shall be 3455 Tabb Drive, Deltona, Florida 32738, and the name of the initial registered agent of the corporation at such address is G. Thomas Bland, Jr..

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-laws of and Officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and qualified are:

Chairman

Mr. G. Thomas Bland, Jr.
3455 Tabb Drive
Deltona, Florida 32738

Mr. Raymond Reddish
122 Mill Branch Road
Tallahassee, Florida 32312

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ARTICLE VII: AMENDMENT

These Articles of Incorporation may be altered or amended by a resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of majority of the shares entitled to vote thereon, or hereafter provided by law.


ARTICLE VIII: SIGNING OF DOCUMENTS BY THE CORPORATION

All bonds, notes, other evidence of indebtedness, mortgages, deeds, contracts, and all documents of this corporation shall be fully authorized and effective when signed in its name in the presence of two witnesses by the President, or by the Vice President, or by the President and Secretary; and no such instrument shall be valid without being so signed unless otherwise stated by the Board of Directors. The Corporate Seal or a blank seal acting as a substitute for the "Corporate Seal" shall be used in executing all documents signed by the President and Vice President.

Having read the above Articles of Incorporation and understanding my role as called for under Florida Statutes as Registered Agent:

Therefore:

IN WITNESS WHEREOF, the undersigned, as incorporation, hereby executes these Articles of Incorporation this 12th day of September 1996.

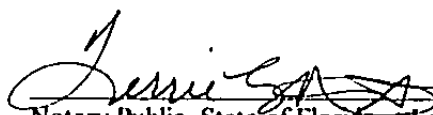


G. Thomas Bland, Jr. (SEAL)
As Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared G. Thomas Bland, Jr. as Incorporator and Registered Agent for ALENCO GROUP, INCORPORATED, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 12th day of September 1996, at Seminole County, Florida.



Notary Public, State of Florida at Large
My Commission Expires:

TERRELL DONNOR NOTTER
Notary Public, State of Florida
My Commission Expires 7, 1997
Commission # 00000009

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56 SEP 13 PM 3:00
SEMINOLE COUNTY, FLORIDA