P940000076696 MAXWELL TAX & ACCOUNTING, INC.

Financial Plannig Income Tax Preparation Small Business Accounting

410 - 43rd St. W. Sulta H Dradonton, Florida 34209 941-747-6100

August 29, 1996

400001547544 -09/16/96--01005--005 ****131.25 ****131.25

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

RE: Incorporation of AMERICAN DRYWALL OF SARASOTA, INC.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for the above-referenced corporation. I have also enclosed a check in the amount of \$ 131.25 which is for the following:

\$ 35.00 Filing Fee

52.50 Certified Copy of Articles of Incorporation

35.00 Registered Agent

8.75 Certificate of Status

\$131.25 Total

If there are any questions please call me at 941-747-81007. Thank you for your attention to this matter.

Sincerely,

Mary L. Maxwell, E.A. 410 43rd St W., Ste H

Bradenton, FL 34209

cc: Wilfred Bull

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ARTICLES OF INCORPORATION

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OF

AMERICAN DRYWALL OF SARASOTA, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is AMERICAN DRYWALL OF SARASOTA, INC.

ARTICLE TWO

DURATION

The term of the existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is One Hundred(100), all of which shall be common shares with par value of One Dollar (\$1.00) per share.

ARTICLE FIVE

REGISTERED OFFICE - PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 355 MacArthur Avenue, Sarasota, FL 34243. The address of the principal office is 355 MacArthur Avenue Sarasota, FL 34276. The name of the initial registered agent at the address is Wilfred Bull.

ARTICLE SIX

DIRECTORS

The initial board of directors of the corporation shall consist of one (1) member.

The names and addresses of the first board of directors are:

NAME	ADDRESS
Wilfred Bull	355 MacArthur Avenue
Vice-President/Treasurer	Sarasota, FL 34243
Mary O'Connor	355 MacArthur Avenue
President/Secretary	Sarasota, FL 34243

ARTICLE SEVEN

INCORPORATORS

The names and addresses of the incorporators are:

NAME ADDRESS
Wilfred Bull 355 MacArthur Avenue Sarasota, FL 34243

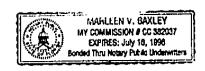
IN WITNESS WHEREOF, we have subscribed our names this
day of Siplinber, 1996.
Wilfred Bull, Incorporator
STATE OF FLORIDA) COUNTY OF MANATEE)
On this $\frac{q^{r_0}}{q^{r_0}}$ day of $\frac{2q^{2}c^{r_0}b^{r_0}}{q^{r_0}}$, 1996, before me, the
undersigned officer, personally appeared Wilfred Bull,
known to me to be the person whose name subscribed to the
instrument within, and acknowledged that they executed the

IN WITNESS WHEREOF, I hereunto set my hand and official seal

same for the purposes contained therein.

Notary Public State of Florida at Large

My commission expires:



CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statues, 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.

in designating the registered office/registered agent, in the State of Florida.
1. The name of the corporation is:
AMERICAN DRYWALL OF SARASOTA, INC.
2. The name and address of the registered agent and office is: WILFRED BULL 5/
355 MACARTHUR AVENUE
SARASOTA, FL 34243
SIGNATURE Wilfied & Bull 10 (corporate officer) DATE 9: 7-96
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 AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.
SIGNATURE Wilson Bull ST
(registered agent) DATE 9-7-96