

FERNAND LAMOTHE
Comptables Agréés / Chartered Accountants

Fernand Lamothe, C.A.
Gladys Dumont, C.A.
Alain Bélanger, C.A.

Jane Raza, C.G.A.
Marie-Hélène Lambert,
C.G.A.

P96000080759

Fort Lauderdale
Sept. 27, 1996

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****210.00 *****70.00

Miss Jerry Weinman
Division of Corporations

United
Countertops
Inc.

Ref: 3 corporations Status

I would like that you return to
By Fedex at my cost, all of three Corporation
Statute soon as possible.

Thanks a lot in advance for your
Collaboration in this file.

Sincerely

Fernand Lamothe

5/9/30

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REPRESENTA NEW YORK PAR

LEON CONSTANTIN & Co.
Certified Public Accountants
New York, NY, 10022

ARTICLES OF INCORPORATION
OF
UNITED COUNTERTOPS INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 30 PM 1:38

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be " UNITED COUNTERTOPS INC. ".

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 2500 Park Road, Building 2A, Bay 3 , Pembroke Park, Florida, 33009

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock, par value \$ 1.00 per share.

ARTICLE IV PURPOSE

The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Fernand Lamothe, 721 S.E 17Th Street, Fort Lauderdale, Florida 33316.

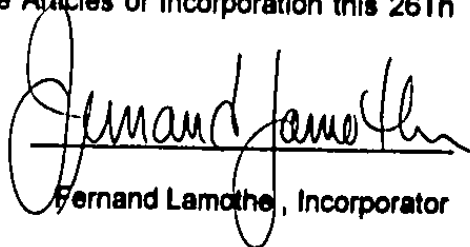
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Article of Incorporation is:

Fernand Lamothe
721 S.E. 17th Street, Fort Lauderdale,
Florida, 33316

The Corporation shall have two (2) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial Directors is Guy Béland will be President and Sylvie Chiasson will be Secretary, the both one live at 18260 North Bay Road # 412, Miami, Florida, FL. 33316

The undersigned has executed these Articles of Incorporation this 26Th day of September, 1996


Fernand Lamothe, Incorporator

CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for Corporation, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: September 26Th, 1996


FERNAND LAMOTHE
Registered Agent

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DIVISION OF CORPORATIONS
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