

P96000089961

WILLIAM J. KANANACK

ATTORNEY AT LAW

SUITE 600  
ONE HARBOR PLACE  
1901 S. HARBOR CITY BLVD  
MELBOURNE, FL 32901

TELEPHONE  
407-726-8595  
FAX  
407-726-8255

October 25, 1996

Department of State  
Division of Corporations  
PO Box 6237  
Tallahassee, FL 32314

NOV 01 1996 09:57--0  
-10/30/96--01101--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Heritage Vinyl Siding, Inc.

To Whom It May Concern:

I have enclosed one original and one copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent for the above-referenced corporation together with a check for seventy dollars (\$70.00) made payable to the Department of State.

Please file and return to the below address:

William J. Kananack  
Attorney at Law  
Suite 600  
1901 S. Harbor City Blvd.  
Melbourne, FL 32901

Thank you.

Sincerely yours,

*William J. Kananack*

William J. Kananack

56 OCT 30 PM 1:25  
STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HERITAGE VINYL SIDING, INC.

FILED  
96 OCT 30 PM 1:25  
SEC  
TALL  
FLORIDA

ARTICLE I

Name

The name of the corporation is Heritage Vinyl Siding, Inc.

ARTICLE II

Address

The principal office and mailing address of this corporation is 6180 Babcock Street S.E., Unit G-1, Melbourne, FL 32909.

ARTICLE III

Purpose

The purposes for which the business will be conducted are:  
To manufacture, design, construct, own use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV

Term of Existence

The corporation shall have perpetual existence.

ARTICLE V

Capital Stock

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

## ARTICLE VI

### Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which the shareholder holds, shall have the right to purchase a prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. This right may be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

## ARTICLE VII

### Registered Office and Agent

The address of the initial registered office of this corporation is 6180 Babcock Street S.E., Unit G-1, Melbourne, FL 32909. The name of the initial registered agent at that address is MARY J. BROWN.

## ARTICLE VIII

### Board of Directors

The business of this corporation shall be managed by the Board of Directors. Initially, this corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the By Laws, but shall never be less than one. The name and address of the initial director of the corporation is:

Mary J. Brown

6180 Babcock Street S.E.  
Unit G-1  
Melbourne, FL 32909.

ARTICLE IX

Incorporator

The name and address of the individual signing these Articles of Incorporation is:

Mary J. Brown

6180 Babcock Street S.E.  
Unit G-1  
Melbourne, FL 32909.

ARTICLE X

INDEMNIFICATION

This corporation shall to the fullest extent permitted by Florida Statutes, Section 607.0850, as amended and supplemented from time to time, indemnify any and all persons whom it shall have power to indemnify from and against any and all of the expenses, liabilities or other matters referred to or covered by such section, and the indemnification shall not be exclusive of any other rights to which those indemnified may be entitled under any By Law, agreement, vote of stockholders or disinterested directors or otherwise, and shall continue as to any person who has ceased to be a director, officer, employee or agent, for prior actions in an official capacity.

ARTICLE XI

Amendment

The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on October 25, 1996.

  
MARY J. BROWN

STATEMENT OF DESIGNATION AND ACCEPTANCE  
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

The name of the corporation is:

Heritage Vinyl Siding, Inc.

The name and address of the initial registered agent is:

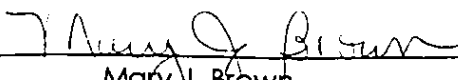
Mary J. Brown  
6180 Babcock Street S.E.  
Unit G-1  
Melbourne, FL 32909.

RECEIVED  
OCT 30 PM 1:24  
FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I hereby accept appointment and agree to act in the capacity of the registered agent of Heritage Vinyl Siding, Inc., at the initial registered office of this corporation as set forth above. 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.

Dated this 25th day of October, 1996.

  
\_\_\_\_\_  
Mary J. Brown