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FROM: KATZ, BARRON, SQUITERO & FAUST, P.A.  
CONTACT: ALBERT J XIQUES  
PHONE: (305)856-2444

ACCT#: 072627002473

FAX #: (305)285-9227

NAME: DADE LUMBER (SOUTH), INC.

AUDIT NUMBER.....H96000015665

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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ARTICLES OF INCORPORATION  
OF  
DADE LUMBER (SOUTH), INC.

ARTICLE I

NAME

The name of the corporation is DADE LUMBER (SOUTH), INC. The mailing address of the corporation shall be 2699 South Bayshore Drive, Suite 700, Miami, Florida 33133.

ARTICLE II

DURATION

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III

PURPOSE

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under

Fax Audit No. H96000015665  
This instrument prepared by:  
William D. Rohrer, Esq.  
Fla. Bar No. 978965  
KATZ, BARRON, SQUITERO, FAUST  
& BERMAN, P.A.  
2699 South Bayshore Drive  
Seventh Floor  
Miami, Florida 33133  
(305) 856-2444

Fax Audit No. H96000015665

Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE IV

POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 600 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

William D. Rohrer, Esq.  
Katz, Barron, Squitero, Faust & Berman, P.A.  
2699 South Bayshore Drive - 7th Floor  
Miami, Florida 33133

ARTICLE VII

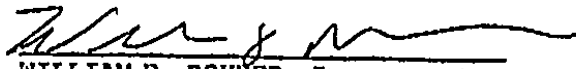
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2699 South Bayshore Drive, 7th Floor, Miami, Florida 33133, and the name of the initial registered agent of this corporation at that address is CORPCO, INC.

Fax Audit No. H96000015665

Fax Audit No. H96000015665

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 6<sup>th</sup> day of November, 1996.

  
WILLIAM D. ROHRER, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, we have caused this Statement to be signed on this \_\_\_\_ day of November, 1996.

CORPCO, INC.

By   
Howard L. Friedberg, Vice President

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KATZ, BARRON, SQUITERO, FAUST & BERMAN, P.A.

ATTORNEYS AT LAW

7000 SOUTH BAYSHORE DRIVE

SEVENTH FLOOR

MIAMI, FLORIDA 33133 5408

BERNARD ALLEN  
RICHARD E. BERMAN  
W. TODD BOYD  
DAVID R. CASSETTY  
DAVID S. DROBNER  
ERICA L. FAYNISH  
MARC L. FAUB  
HOWARD L. FLEETBER  
CAROL KENNEDY  
ROBERT W. GRADY  
RICHARD D. IVANS  
MICHAEL J. KATZ  
MICHAEL KEAN  
ADAM J. LOMB  
MICHELE L. McNICHOL  
ANTHONY H. PELLE  
WILLIAM D. ROHRER  
JOHN R. SQUITERO  
JOSE I. VALDES  
DARIN I. ZENOV

DADE (305) 886-2444  
ROCA RATON (954) 781-4720  
BROWARD (954) 622-3030  
TELECOM (305) 285-9227

EDWARD J. BARRON  
(1941) (1994)

OF COUNSEL  
MILLICENT PELLE  
(305) 755-0405

September 26, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-09/29/97--01049--001  
\*\*\*\*175.00 \*\*\*\*\*87.50

Re: Dade Lumber (South), Inc. and  
Dade Lumber Enterprises, Inc.  
Our File No. 04960001

Dear Sir or Miss:

Enclosed please find Corpco, Inc.'s Resignations of Registered Agent for each of the above-referenced active Florida corporations, together with our firm's check payable to the Department in the total sum of \$175.00. Please process same to be effective as of the 31st of this month. We have forwarded notice of these Resignations to the Corporations in accordance with the Statute.

Please acknowledge receipt of the foregoing by placing your receiving stamp on the enclosed copy of this letter and returning same to me. A self-addressed, stamped envelope is provided for your convenience.

Should you have any question regarding this matter, please do not hesitate to contact the undersigned.

Very truly yours,

KATZ, BARRON, SQUITERO, FAUST  
& BERMAN, P.A.

*Sue Zimmerman*  
Sue Zimmerman, Paralegal

/sjz  
enclosures  
cc: William D. Rohrer, Esquire  
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RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of FSA § 607.0502, the undersigned, CORPCO, INC., hereby resigns as registered agent for DADE LUMBER (SOUTH), INC. (the "Corporation").

A copy of this resignation was mailed to the above listed corporation at its last known address as shown on its last Annual Report filed with the Florida Department of State. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

CORPCO, INC.

By: \_\_\_\_\_

JOHN R. SQUITERO,  
Treasurer

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SECRET  
TALLAHASSEE, FLORIDA