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JAY F. ROMANO, ESQUIRE

ATTORNEYS AT LAW

7300 West Camino Real

Suite 239

Boca Raton, FL 33433

Telephone: (561) 347-7100

~~November 19, 1996~~

December 2, 1996

Via FEDEX

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

PLEASE file the enclosed articles. I have enclosed a check for filing fees and a return FedEx to my office to receive a stamped filed copy of the Articles. Thank you.

Sincerely yours,

Jay F. Romano, Esquire

EXMA

Copy

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
C & W SURFACES, INC**

The undersigned acting as incorporator of a corporation pursuant to chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation shall be: **C & W SURFACES, INC**

**ARTICLE II
Principal place of business and mailing address**

The principal place of business and mailing address of this corporation shall be:
11500 Griffin Road, Fort Lauderdale, FL 33330 and the mailing address of the corporation shall be the same.

**ARTICLE III
Purpose**

The specific purpose for which the corporation is organized is:

This 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 IV
Manner of election of directors**

The manner in which the directors are elected or appointed is as follows:
Directors will be chosen by the Board of Directors and the initial Articles will be filed with with Two Directors, Chris Bryant and Wayne Ernst and they will be the only current member on the Board of Directors until this Corporation's first meeting.

**ARTICLE V
Initial registered agent and street address**

The name and the street address of the initial registered agent is:

Jay F. Romano, Esquire
7300 West Camino Real

Suite 239
Boca Raton, FL 33433

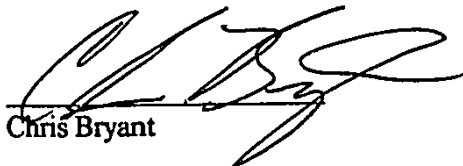
ARTICLE VI
Incorporators

The name and the street address of the incorporator for these articles of incorporation is:

Chris Bryant
11500 Griffin Road
Fort Lauderdale, FL 33330

The undersigned incorporator has executed these Articles of Incorporation this 30 day of
November, 1996.

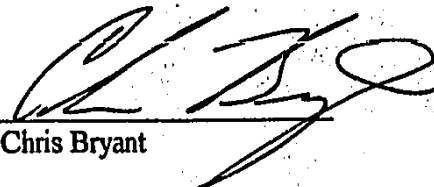
Signature of Incorporator:


Chris Bryant

ARTICLE VII
CAPTIAL STOCK

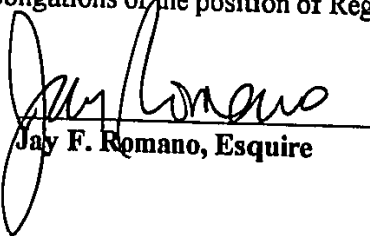
The maximum number of shares of stock that this corporation is authorized to have
outstanding at any one time is 1,000 shares of common stock having \$ 1.00 par value per
share.

IN WITNESS WHEREOF, the undersigned incorporator of this Corporation, has
hereunto set their hand below:

BY: 
Chris Bryant

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
INCORPORATION**

I Jay F. Romano, Esquire, having a business address at 7300 West Camino Real, Suite 239, Boca Raton, FL 33433 and having been designated as the Registered Agent in the above and foregoing Articles familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Jay F. Romano, Esquire

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SECRETARY OF STATE
TALLAHASSEE FLORIDA