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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: BISCAYNE GLASS & WINDOW, INC.
AUDIT NUMBER.....H96000017281
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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12-11-96

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 10, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: BISCAYNE GLASS & WINDOW, INC.
REF: W96000025915

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

THE PREPARER'S STATEMENT IS ILLEGIBLE. PLEASE RESEND.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000017281
Letter Number: 096A00055181

H96000017281

ARTICLES OF INCORPORATION

BISCAYNE GLASS & WINDOW, INC.

We, the undersigned, being of legal age, do hereby associate for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

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96 DEC 11 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be BISCAYNE GLASS & WINDOW, INC.

ARTICLE II

The general nature of the business and the object and purposes proposed to be transacted and carried on are to be engaged in any and all activities or business permitted under the laws of the United States and Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 500 shares of common stock at $1.00 par value.

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according the law and said corporation's existence shall commence of the date of subscription and acknowledgment of this Certificate of Incorporation.

ARTICLE V

The initial street address of the corporation shall be at: 11610 NW 7th Avenue, North Miami, Florida 33167.

Forestier & Laughton
12865 W. Dixie Hwy
N. Miami, FL 33161
(305) 895-2400
Ralph Laughton, Esq.
FL. Bar No. 0079511

H96000017281

ARTICLE VI

The number of Directors of this corporation shall not be less than one (1) nor more than seven (7). The corporation shall initially have one (1) Director.

ARTICLE VII

The corporation shall be managed by a Board of Directors unless the stockholder shall, by a majority vote, determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than one (1) Director. At no time shall the corporation be managed by the stockholders unless there is at least one stockholder.

ARTICLE VIII

Any restriction imposed by the corporation on the sale or other disposition of its shares, or and on the transfer thereof, must be noted conspicuously on each certificate representing shares to which the restriction applies.

ARTICLE IX

The name and address of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are elected, shall be:

	NAME(S)	ADDRESS(S)	OFFICE
1.	EARL WALLER	11610 NW 7th Avenue, North Miami, Florida 33167	
2.			
3.			
4.			
5.			
6.			
7.			

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ARTICLE X

These Articles may be amended when approved by a majority of Directors and stockholders.

The corporation shall indemnify Directors or officers, or subscribers and their heirs, and assigns, against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim, action, suit or proceeding in which they are, or have been, Directors or officers , except in relation to matters as to which any such Directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under the law, or by-law, agreement, vote of stockholders, or otherwise.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

ARTICLE XI

THE INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is: EARL WALLER, 1540 N. E. 139th Street, North Miami, FL 33161

ARTICLE XII

REGISTERED AGENT

The registered agent to accept service of process within this State for said corporation shall be: EARL WALLER 11610 NW 7th Avenue, North Miami, Florida 33167

Having been named to accept service of process for the above stated corporation at the place designated herein, I hereby accept to act in this capacity and agree to comply with the provisions of said Act to keeping open said office.

Signed: _____

Registered Agent

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IN WITNESS WHEREOF, we the undersigned, being the original subscribers to the capital stock herein above named and the incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the law of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares herein above set forth, and hereunto set our hands and seals this 4th day of December 1996.

FILED
96 DEC 11 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed: _____

Incorporator

STATE OF FLORIDA,
COUNTY OF DADE:

BEFORE ME the undersigned authority personally appeared, EARL WALLER, Incorporator, known by me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that he executed the same for the purposes therein expressed.

____ personally known or

X produced FL Drivers License as identification.

IN WITNESS WHEREOF, I have hereunto affixed my official seal at North Miami, Florida, on this 4th day of December, 1996.

My commission expires:

Barbara J Brummett
Notary Public, State of Florida

OFFICIAL NOTARY SEAL
BARBARA J BRUMMETT
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC467060
MY COMMISSION EXP. AUG. 8,1999