

P96000102480

9

1:48 PM

ELITE PROCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000017806 6))

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: SOUTH FLORIDA STORM SHUTTERS, INC.

AUDIT NUMBER.....H96000017806

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:04:25

FILED
96 DEC 19 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-19-96
TK

ARTICLES OF INCORPORATION
OF
SOUTH FLORIDA STORM SHUTTERS, INC.

H96000017806
FILED
DEC 19 AM 9:21
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is SOUTH FLORIDA STORM SHUTTERS, INC.

ARTICLE II

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III

PERMITTED ACTIVITY

The Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be Five Thousand (5,000) shares of voting common stock with \$1.00 par value share.

PREPARED BY:

Nelson Slosbergas, Esquire
Slosbergas & Fernandez, L.L.P.
501 Brickall Key Drive, Suite 400
Miami, FL 33131
FLORIDA BAR NO. 378887
(305) 374.0030

H96000017806

H96000017806

**ARTICLE V
PREEMPTIVE RIGHTS DENIED**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or other " " acquire such shares.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The ~~registered~~ office of the Corporation and place of business is 6490 Sunset Drive, Miami, Florida 33143. The Registered Agent is Juan O. Arias at 6490 Sunset Drive, Miami, Florida 33143.

**ARTICLE VII
DIRECTORS AND OFFICERS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The names and addresses of the first Board of Directors and Officers who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified shall be:

NAMES

JUAN O. ARIAS, Director
President & Treasurer

PEDRO J. BREGOLAT, Director
Vice-President & Secretary

ADDRESSES

6490 Sunset Drive
Miami, Florida 33143

4391 S.W. 11th Street
Miami, Florida 33134

H96000017806

H96000017806

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is: Juan O. Arias,
6490 Sunset Drive, Miami, Florida 33143.

ARTICLE IX

INDEMNIFICATION

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7th day of November, 1996.



Juan O. Arias

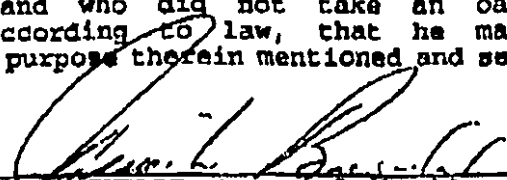
- 3 -

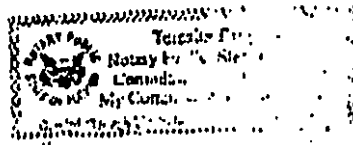
H96000017806

H96000017806

STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

The foregoing Articles of Incorporation was acknowledged before me this 7th day of November, 1996, by Juan O. Arias who is personally known to me and who did not take an oath. He acknowledged before me according to law, that he made and subscribed the same for the purpose therein mentioned and set forth therein.


NOTARY PUBLIC, State of Florida at Large
NOTARY: TERESITA BREGOLAT
My Commission Expires:



H96000017806

H96000017806

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 2207.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: SOUTH FLORIDA STORM SHUTTERS, INC.
2. The name and address of the Registered agent is: Juan Arias, 6490 Sunset Drive, Miami, FL 33143.

Signature:
Title:
Date:

Juan I Arias
Registered Agent and Incorporator
November 7th, 1996

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agreed to act in this capacity. 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.

Signature:
Date:

Juan I Arias
November 7th, 1996

H96000017806