

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

file 2201

*Per phone call:
Make effec. 12/31/96
the same as
dissolution*

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN Will Pick Up 12/23/2000

New Filing

RE:

996000107854
Uncle Mabel Studs
Inc
DEC 23 AM 8:40

No. 53620

INCORPORATED C.C. FEE. DISBURSED

☒ Capital Express
☐ Art. of Inc. File
☐ Corp. Record Search
☐ Ltd. Partnership File
☐ Foreign Corp. File
☒ () Cert. Copy(s)

☐ Art. of Amend. File
☐ Dissolution/Withdrawal
☐ C U S -
☐ Fictitious Name File

500002035285--6

Name Reservation \$12/23/96--01009--014
Annual Report/Reinstatement ****157.50 ****122.50

Reg. Agent Service
Document Filing

EFFECTIVE DATE

☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval

☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ File No.'s, _____ Copies

☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prep.
☐ FAX () pgs.

SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

N. HENDRICKS DEC 23 1996

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

AFFIDAVIT

The undersigned, having been duly sworn, deposes and says:

1. Affiant is the President, sole Director and sole shareholder of Duarte Metal Studs, Inc., a Florida corporation (the "Corporation").

2. Affiant has signed Articles of Dissolution of the Corporation which are being filed with the Florida Department of State.

3. For business and/or tax reasons, immediately following dissolution of the Corporation by the filing of the Articles of Dissolution, affiant will cause new Articles of Incorporation to be filed with the Florida Department of State creating a new Florida business corporation bearing the same name as the dissolved Corporation.

4. So that the Articles of Incorporation for the new corporation may be filed immediately following dissolution of the Corporation, affiant provides this Affidavit declaring that it is not intended that the Articles of Dissolution of the Corporation be revoked.

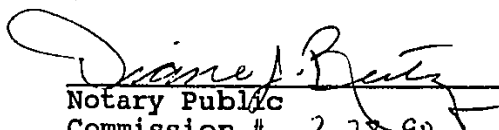
Further affiant sayeth not.


Julio Duarte

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 20th December, 1996, by Julio Duarte, who is personally known to me or who has produced FLDL-DB30-42365-1736 as identification and who did take an oath.

(SEAL)
DIANE J. REITZ
MY COMMISSION # CC360905 EXPIRES
February 28, 1998
BONDED THROUGH TROY FAIR INSURANCE, INC.


Notary Public
Commission # 2-28-98
My Commission Expires:

ARTICLES OF INCORPORATION
FOR

DUARTE METAL STUDS, INC.

THE UNDERSIGNED SUBSCRIBER TO THE ARTICLES OF INCORPORATION,
A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION
UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE:

DUARTE METAL STUDS, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:
2715 24TH STREET WEST
BRADENTON, FL 34205

ARTICLE II. NATURE OF BUSINESS

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, TERRITORY OR
NATION.

ARTICLE III. CAPITAL STOCK

THE TOTAL NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS SEVEN
THOUSAND FIVE HUNDRED (7,500) COMMON SHARES HAVING A PAR
VALUE OF \$1.00 PER SHARE.

FILED
96 DEC 23 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12/31/96

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ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IN MANATEE COUNTY, FLORIDA, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS ARE AS FOLLOWS:

NAME AND ADDRESS

JULIO DUARTE
2715 24TH STREET WEST
BRADENTON, FL 34205

ARTICLE V. TERM OF EXISTENCE

THE TERM OF EXISTENCE OF THE CORPORATION SHALL BE PERPETUAL.

CORPORATE EXISTENCE SHALL BEGIN IMMEDIATELY UPON FILING APPROVAL, EFFECTIVE 12/31/96.

ARTICLE VI. SPECIAL PROVISION

IT IS THE INTENT OF THE INCORPORATOR THAT THE CORPORATION WILL QUALIFY UNDER SECTION 1244 OF THE INTERNAL REVENUE SERVICE CODE. THE CORPORATION INTENDS TO FILE AS AN "S" CORPORATION WITH IRS.

ARTICLE VII. INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

JULIO DUARTE
2715 24TH STREET WEST
BRADENTON, FL 34205

ARTICLE VIII. DIRECTOR(S)

THE NAMES AND ADDRESS OF THE PERSONS WHO SHALL SERVE AS THE INITIAL DIRECTORS OF THE CORPORATION UNTIL THE FIRST ANNUAL MEETING OF THE SHAREHOLDER(S) OR UNTIL A SUCCESSOR IS DULY ELECTED AND QUALIFIED IS AS FOLLOWS:

NAME AND STREET ADDRESS

JULIO DUARTE
2715 24TH STREET WEST
BRADENTON, FL 34205

ARTICLES IX. OFFICER(S)

THE NAME(S) AND ADDRESS(ES) OF THE PERSON(S) WHO SHALL SERVE AS
THE INITIAL OFFICER(S) OF THE CORPORATION IS HEREBY APPOINTED AS
FOLLOWS: NAME(S) AND ADDRESS(ES)

JULIO DUARTE, PRESIDENT/TREASURER/SECRETARY
2715 24TH STREET WEST
BRADENTON, FL 34205

ARTICLE X. SHAREHOLDER(S) MEETINGS AND CORPORATE BOOKS

MEETINGS OF THE SHAREHOLDER(S) MAY BE HELD WITHIN OR WITHOUT THE
THE STATE OF FLORIDA. THE BOOKS OF THE CORPORATION MAY BE KEPT
OUTSIDE OF THE STATE OF FLORIDA AT SUCH PLACE OR PLACES AS MAY BE
DESIGNATED FROM TIME TO TIME BY THE BOARD OF DIRECTORS.

ARTICLE XI. AMENDMENTS OF ARTICLES

THE CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR
REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION,
OR AMENDMENT HERETO, IN THE MANNER NOW OR HEREAFTER PRESCRIBED BY
STATUE, AND ALL RIGHTS CONFERRED UPON SHAREHOLDERS HEREIN ARE
GRANTED SUBJECT TO THIS RESERVATION.

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IN WITNESS WHEREOF, THE UNDERSIGNED, BEING THE INCORPORATOR
HEREINBEFORE NAMED, FOR THE PURPOSE OF FORMING A CORPORATION
PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT, HAS EXECUTED
THESE ARTICLES OF INCORPORATION THIS 20TH DAY OF December,
1996.


JULIO DUARTE

STATE OF FLORIDA
COUNTY OF MANATEE

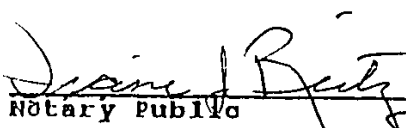
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN
THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED
JULIO DUARTE.

KNOWN TO ME AND KNOWN TO THE PERSON WHO EXECUTED THE FOREGOING
ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT
HE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL,
THE STATE AND COUNTY AFORESAID, THIS 20th DAY OF Dec, 1996.



DIANE J. REITZ
MY COMMISSION # CC350908 EXPIRES
February 28, 1998
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public

My Commission Expires: 2-28-98

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

DUARTE METAL STUDS INC.
(name of corporation)

FILED
96 DEC 23 PM 3:38
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2715 24TH STREET WEST
BRADENTON, FL 34205

has named JULIO DUARTE
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

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


Julio Duarte (registered agent)