

PA7000000675
Allglass

December 26, 1996

ALLGLASS GLAZIERS INC.
2216 Broadway, Riviera Beach, FL 33404
PO Box 10572, Riviera Beach, FL 33419-0572
(561) 845-2224 FAX (561) 845-7841

Florida Secretary of State
Domestic Charter Section
PO Box 6327
Tallahassee, FL 32314

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To whom it may concern:

I, Paul G. Rubin, have enclosed the Articles of Incorporation for:

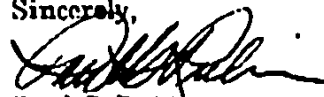
Allglass Glaziers Inc.

File Allglass Articles of Incorporation with the Secretary of the State, Division of Corporations, and send me Allglass state issued charter document number.

I've enclosed my check, in the amount of one hundred twenty two dollars and fifty cents (\$122.50), to cover the state's filing fee and other charges for returning my Corporate Articles with the states filing date and numbered charter document.

Thank you.

Sincerely,


Paul G. Rubin
Executive Vice President

Enclosures - Articles and check

FILED
96 DEC 30 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK 1/3/97

Articles of Incorporation for

Allglass Glaziers Inc.

FILED

96 DEC 30 PM 3:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Florida corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I Name

Section 1.1 Name. The name of the corporation is:

Allglass Glaziers Inc.

Office: 2216 Broadway (US Fed Hwy One)

Riviera Beach, FL 33404

(561) 845-2224 Fax (561) 845-7841

Mail: PO Box 10623

Riviera Beach, FL 33419-0623

Article II Duration

Section 2.1. This corporation shall exist perpetually.

Corporate existence shall commence on the date these Articles are executed and acknowledged, except upon failing to file with the Florida Department of State within five days, exclusive of legal holidays, after they are executed and acknowledged. Corporate existence shall commence upon Florida's Department of State filing date.

Article III Purposes

Section 3.1. This corporation is organized for the purpose of transacting all lawful business permitted under the laws of the United States and the State of Florida.

Article IV Capital Stock

Section 4.1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) of common stock having a par value of one dollar (\$1.00) per share.

Section 4.2. Restriction on Transfer of Stock. The shareholders may, by provision of bylaws or by shareholders' agreement recorded in the corporations' minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Article IV continued

Section 4.3. Approval of Shareholders is required for merger. The approval of two-thirds (2/3) of the outstanding shares of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article V Registered Agent Name, office and legal service location.

Section 5.1. The Registered Agent.

The Registered Agent for this corporation's name is:

Harold Burress Yarbrough

Section 5.2. The street address for the Registered Agent's office.

The Registered Agent's office location is:

2216 Broadway (US Fed Hwy One)
Riviera Beach, FL 33404

Article VI Directors.

Section 6.1. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time according to its bylaws, but shall never be less than two (2).

Section 6.2. Initial Directors. The name and street address of the members of the first board of directors of this corporation are:

Harold Yarbrough
Chrm, President, Treasurer
16058 Wiltshire Drive
Loxahatchee, FL 33470

Paul G. Rubin
Director, Vice President, Secretary
1606 Avenue C
Riviera Beach, FL 33404

Article VI continued

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

Section 6.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII By Laws.

Section 7.1. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII Incorporator.

Section 8.1. The name and street address of the incorporator for this corporation is:

Harold Burrese Yarbrough
2216 Broadway (US Fed Hwy One)
Riviera Beach, FL 33404

Article IX Amendment.

Section 9.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the incorporator has executed these Articles of Incorporation this Twenty second day of December 19 96

Signature


Harold B. Yarbrough

State of Florida
County of Palm Beach

FILED

The foregoing instrument was acknowledged before me on this
Twenty Second day of December, 1996
by Harold B. Yarbrough, 2216 Broadway, Riviera Beach, FL 33404.

96 DEC 30 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Notary Signature:

Robin Yarbrough
Notary Public, State of
Florida at large.

My Commission Expires:

October 9, 1996



**Certificate Designating
Registered Office and Registered Agent
for the service of process within Florida.**

In compliance with Florida Statutes 48.091, 606.034, the following is submitted:

AllGlass Glaziers Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates Harold B. Burgess as its registered agent to accept service of process within the State of Florida at:

Harold B. Yarbrough
2216 Broadway, Riviera Bch, FL 33404.

Signature:

Harold B. Yarbrough 12-22-96
Harold B. Yarbrough Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:

Harold B. Yarbrough 12-22-96
Harold B. Yarbrough Date