

P9700001293
ROBINSON & ASSOCIATES, P.A.

SUITE A
1405 W. FAIRBANKS AVE.
WINTER PARK, FL 32789

OFFICE (407) 645-5950
FAX (407) 645-5451

February 28, 1997

Department of State
Corporate Records Division
P.O. Box 6327
Tallahassee, FL 32314

900002102198--4
-03/03/97--01047--018
*****122.50 *****122.50

Dear Department of State:

Enclosed please find two original copies of the Articles of Incorporation for Caribe Drywall Inc., along with a checks in the amount of \$122.50 payable to State of Florida Department of Corporations for filing fees. Please file the enclosed articles and mail the certified copies to:

Gloria J. Robinson
Robinson & Associates, P. A.
1405 W. Fairbanks Avenue, Suite A
Winter Park, FL 32789

If you have any questions or need further instructions, please give me a call at
(407) 645-5950.

Sincerely,

Gloria J. Robinson

Gloria J. Robinson, President

ROBINSON & ASSOCIATES, P. A.

Enclosures.

FILED
97 MAR -3 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PK
3/17/97

ARTICLES OF INCORPORATION

OF

CARIBE DRYWALL, INC.

FILED

97 MAR -3 PM 3:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-1-97

ARTICLE I. NAME: The name of the corporation is Caribe Drywall, Inc.

ARTICLE II. PURPOSE: This corporation is organized for the purpose of the transaction of any lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida.

ARTICLE III. EFFECTIVE DATE: The effective date of this Corporation is March 1, 1997.

ARTICLE IV. DURATION: The corporation is to exist perpetually.

ARTICLE V. CAPITAL STOCKS: This corporation is authorized to issue ONE THOUSAND (1,000) SHARES of the common stock of a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE VI. PRINCIPAL PLACE OF BUSINESS OF CORPORATION: The street address of the principal place of business is 4613 Wassee Court, Orlando, FL 32818.

ARTICLE VII. MAILING ADDRESS OF CORPORATION: The mailing address of the corporation is P. O. Box 681987, Orlando, FL 32868.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the registered agent are as follows:

GLORIA J. ROBINSON
1405 West Fairbanks Avenue, Suite A
Winter Park, FL 32789

ARTICLE IX. INITIAL BOARD OF DIRECTORS: This corporation shall have two (1) director initially. The number of directors may either be increased or decreased from time to time by an amendment of the by-laws, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Roderick Johnson
4613 Wasee Court
Orlando, Florida 32818

ARTICLE X. INCORPORATORS: The name and address of the incorporator signing these Articles of Incorporation are:

GLORIA J. ROBINSON
1405 West Fairbanks Avenue, Suite A
Winter Park, Florida 32789

ARTICLE XI. AMENDMENTS: This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

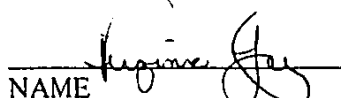
IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this 28th day of February, 1997.


GLORIA J. ROBINSON

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME the undersigned authority, personally appeared GLORIA J. ROBINSON who acknowledged before me that she executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 28th day of February, 1997.


NAME
Notary Public, State of Florida



Virginia Lopez
My Commission CC878197
Expires Aug. 08, 2000

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of Caribe Drywall, Inc., I hereby accept and agree to act in this capacity.


GLORIA J. ROBINSON

FILED

97 MAR -3 PM 3:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA