ROGERS, TOWERS, BAILE **JULIAM REINEY** (904) 398-3911 FAX (904) 398-0663 FAX (904) 825-4070 DOUGLAS A WARD
MILLIAM E. SCHEU
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SANDRA J. MATHIS
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WILLIAM I. GULLIFORD, III DUGLAS A. WARD C. DAVIS FLY TALLAHASSEE OFFICE 108 SOUTH MONROE STREET P.O. BOX 1872 TALLAHASSEE, FLORIDA 32302-1872 (904) 222-7200 FAX (904) 222-7204 WRITER'S INTERNET ADDRESS: GMcClure@rtaw.com TOLLFREE JACKSONVILLE NUMBER: (904) 346-5555 SPECIAL COUNSEL HOWARD I. KORMAN ALFRED J. POMERANZ JAMES S. TAYLOR March 21, 1997 *Admitted in N.J. & N.Y. only T.R. HAD LUNE, JR. CHRISTOPHER C. HAZELIP SUSAN C. McDONALD BETSY COX MAHIN PLEASE REPLY TO: ST. AUGUSTINE ANTHONY A. ANDERSON MARCIA PENMAN PARKER

Secretary of State Corporate Division P.O. Box 6327 Tallahassee, FL 32301

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ČE BOULEVA

Re: ST. JOHNS DOOR & WINDOW, INC.

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Incorporation for the above-named corporation, together with our office check in the amount of \$122.50 to cover the fees as follows:

> Filing Fees 35.00 Certified Copy 52.50 Registered Agent Designation 35.00

> > \$ 122.50

Please file the original of the Articles and feture the certified copy to this office. If you have any questions, pleane denot hesitate to call. Thank you. TO CHARLES

Very truly yours,

Carrie TURN

George M. McClure, For the Firm

GMM:mld enclosures

ARTICLES OF INCORPORATION

<u>OF</u>

ST. JOHNS DOOR & WINDOW, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is: ST. JOHNS DOOR & WINDOW, INC. and its address is: 4050 AIA South, St. Augustine, FL 32084.

<u>Article 2. Duration</u>. The duration of the Corporation is perpetual.

<u>Article 3. Purpose.</u> The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 4050 AIA South, St. Augustine, FL 32084, and the name of its

initial Registered Agent at that address is John T. Gebert.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is three (2). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

John T. Gebert 4050 AIA South St. Augustine, FL 32084

Geoff Z. Gebert 4050 AIA South St. Augustine, FL 32084

Donald L. Gebert 4050 AIA South St. Augustine, FL 32084

Article 7. Incorporators. The name and address of each
Incorporator is as follows:

John T. Gebert 4050 AIA South St. Augustine, FL 32084

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 21 day of MARCH.

1997.

JOHN T. GEBERT

STATE OF FLORIDA COUNTY OF ST. JOHNS

THE FOREGOING instrument Object day of March , 1997 (notary must check applicable box)	was acknowledged before me this 7, by JOHN T. GEBERT, and who:
is personally known to me. produced current driver's produced	license(s) as identification.
identification.	No Khi Shand
Debble Lynn Shand MY COMMISSION # CC810509 EXPIRES December 29, 2000 BONDED THEU TROY FAIN INSURANCE, INC.	Signature of Notary Debble Shand Name of Notary Typed, Printed or Stamped Commission Number: CC 610509 My Commission Expires: Dec. 29, 2000

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of ST. JOHNS DOOR & WINDOW, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 21 day of MARCH , 1997.

JOHN T. GEBERT, Registered Agent

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SEURETARY OF STATE