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April 22, 1997

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EFFECTIVE DATE
4-22-97

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

400002154714--2
-04/25/97--01024--025
122.50 *122.50

Re: Articles of Incorporation
Holmes Architectural Door & Hardware, Inc.

Gentlemen:

Enclosed for filing in your office are the original and one copy of the Articles of Incorporation for the referenced corporation and the Certificate designating the registered agent therefore.

We have also enclosed our check in the sum of \$122.50 for the cost of filing. As soon as the Articles have been filed, please return a certified copy of same to our office in the enclosed stamped, pre-addressed envelope.

Thank you for your assistance. Should you need any further information, please do not hesitate to contact this office.

Very truly yours,

John B. Moss
John B. Moss *by K. Benson*

JBM:kb
Enclosures

FILED
97 APR 25 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 4/20/97

EFFECTIVE DATE
4-22-97

FILED
97 APR 25 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HOLMES ARCHITECTURAL DOOR & HARDWARE, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is Holmes Architectural Door & Hardware, Inc.

ARTICLE II. - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 6550 Roosevelt Blvd., Jacksonville, Florida 32244.

ARTICLE II.I - DURATION

This corporation shall commence its existence on April 22, 1997 and shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 6550 Roosevelt Blvd., Jacksonville, Florida 32244, and the name of the Corporation's initial registered agent at that address is Ron Sapp.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

Ron Sapp
6550 Roosevelt Blvd.
Jacksonville, Florida 32244

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1).

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

Lockwood Holmes
6550 Roosevelt Blvd.
Jacksonville, FL 32244

Ron Sapp
6550 Roosevelt Blvd.
Jacksonville, FL 32244

ARTICLE VIII. - PURPOSE

The purpose of this Corporation is:

- (a) To engage in the manufacturing of door and door products.
- (b) The ownership, purchase, sale, mortgage or pledge, and the dealing in and with all kinds and manner of property, whether real, personal, tangible or intangible.
- (c) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

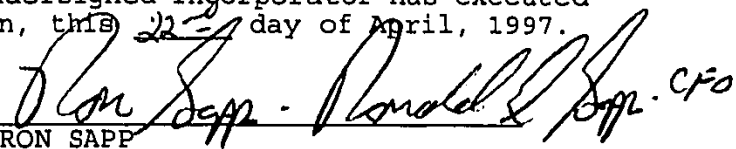
ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, 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 22nd day of April, 1997.


RON SAPP

STATE OF FLORIDA
COUNTY OF Clay

BEFORE ME, a notary public authorized to take acknowledgements in the state and county ~~set forth~~ above, personally appeared RON SAPP, who is ~~personally known to me~~ or who has produced _____ as identification and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 22nd day of April, 1997.

Kathleen A. Burns
Notary Public, State of Florida
My Commission Expires: _____

(Seal)



Kathleen A. Burns
MY COMMISSION # CC560768 EXPIRES
June 11, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

First - Holmes Architectural Door & Hardware, Inc., desiring
to organize under the laws of the State of Florida, with its
principal office as indicated in the Articles of Incorporation at
6550 Roosevelt Blvd., Jacksonville, Florida 32244, County of
Duval, State of Florida, has named Ron Sapp, 6550 Roosevelt Blvd.,
Jacksonville, Florida 32244, County of Duval, State of Florida, as
its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 said Act relative to keeping open said office.


RON SAPP

FILED
97 APR 25 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA