

4/29/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: D & L HOME IMPROVEMENT, INC.
AUDIT NUMBER.....H97000006963
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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4 pages

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4/29

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ARTICLES OF INCORPORATION
OF

FILED
97 APR 29 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: D & L HOME IMPROVEMENT, INC.

The principal place of business of this corporation shall be:

18162 S.W. 27th STREET
MIRAMAR, FLORIDA 33029
ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1000 SHARES OF COMMON STOCK AT (ONE DOLLAR) \$1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ROBERT DESIMONE III. - PRESIDENT
18162 S.W. 27th STREET
MIRAMAR, FLORIDA 33029

Prepared by: Barbara Cone Strong, P.A. CPA
3401 N.W. 202nd St.
Miami, FL 33056
(305) 623-5109

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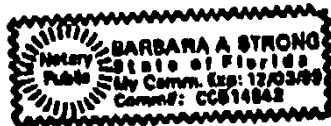
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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of incorporation is(are):

ROBERT A. DESIMONE III.
18162 S.W. 27th STREET
MIRAMAR, FLORIDA 33029

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 17th day of APRIL, 1997.



Signature(s) of Incorporator(s)

ROBERT A. DESIMONE III.

H97000006963

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

D. E. I. HOME IMPROVEMENT, INC.

2. The name and address of the registered agent and office is:

BARBARA A. STRONG - 3401 N.W. 202ND STREET
(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33056-1722
(CITY/STATE/ZIP)

SIGNATURE

TITLE CERTIFIED PUBLIC ACCOUNTANT

DATE APRIL 18th, 1997

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

BARBARA A. STRONG, C.P.A.

APRIL 18th, 1997