

LORRAINE F. REYNOLDS, BBA, ATA, CPTx

TAX ACCOUNTANT

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8970000051014

CLERK OF COURT
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32302

900002205739--3
-06/09/97--01085--006
****122.50 ****122.50

REYNOLDS IN MOTION, INC.

RECEIVED:

ATTACHED IS THE ORIGINAL AND A DUPLICATE COPY OF THE
ARTICLES OF INCORPORATION FOR THE ABOVE REFERENCED
CORPORATION.

ALSO ATTACHED IS A CHECK FOR ONE HUNDRED TWENTY-TWO DOLLARS
& 50/100 (\$122.50) TO COVER THE COST OF THE FOLLOWING:

FILING FEE	\$ 35.00
CERTIFIED COPY	52.50
REGISTERED AGENT FEE	35.00
TOTAL:	\$122.50

THANK YOU FOR YOUR ATTENTION CONCERNING THIS MATTER.

VERY TRULY YOURS

Lorraine F. Reynolds
LORRAINE F. REYNOLDS
LORRAINE F. REYNOLDS, PA

REYNOLDS IN MOTION, INC.
ATTACHMENTS: CHECK #1209

Lorraine Reynolds GAVE

AUTHENTICATION BY PHONE TO

CERT. *R.A. name not P.A. Individual*

DATE *6/10/97*

COLL. ENCL. *BSB JUN 10 1997 BSB*

97 JUN -9 AM 10:00
TALLAHASSEE, FLORIDA

1109

W97-13524

FILED

97 JUN -9 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AWNINGS IN MOTION, INC.

THE UNDERSIGNED SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, A NATURAL PERSON COMPETENT TO CONTRACT, DOES HEREBY FORM THIS CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

THE NAME OF THIS CORPORATION IS: AWNINGS IN MOTION, INC.

ARTICLE II: PURPOSE

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III: CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1000 SHARES OF ONE DOLLAR (\$1.00) PAR VALUE STOCK.

ARTICLE IV: PRE-EMPTIVE RIGHTS

EACH SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS, OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO-RATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT THE ISSUE OF FRACTIONAL SHARES), AT THE PRICE WHICH IT IS OFFERED TO OTHERS.

ARTICLE V: REGISTERED AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

601 TIMBERLANE CIRCLE
GREENACRES, FL 33463

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

LORRAINE F. REYNOLDS

ARTICLE VI: CORPORATION ADDRESS

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS:

2208 IDLE WILD ROAD
PALM BEACH GARDENS, FL 33410

ARTICLE VII: BOARD OF DIRECTORS

THERE WILL BE NO BOARD OF DIRECTORS FOR THIS CORPORATION, THE CORPORATION WILL BE RUN SOLELY BY ITS SHAREHOLDERS.

ARTICLE VIII: INCORPORATOR

THE NAME AND ADDRESS OF THE INDIVIDUAL SIGNING THESE ARTICLES OF INCORPORATION IS:

WARREN COOPER
2208 IDLE WILD ROAD
PALM BEACH GARDENS, FL 33410

ARTICLE IX: BY LAWS

THE POWER TO ADOPT, ALTER, AMEND, OR REPEAL THE BY-LAWS SHALL BE VESTED IN THE SHAREHOLDERS.

ARTICLE X: RESTRICTIONS ON STOCK TRANSFER

SHARES HELD BY THE INITIAL SHAREHOLDER MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN SUCH SHARES MAY BE SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT BETWEEN THE SHAREHOLDER AND THIS CORPORATION.

ARTICLE XI: INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR FORMER OFFICER TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XII: AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY OTHER AMENDMENT HERETO AND RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE XIII: INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS FIVE HUNDRED DOLLARS (\$500.00).

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION.

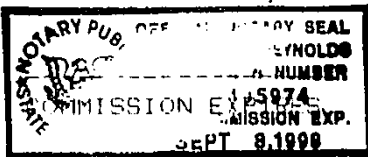
Warren Cooper 6-1-97
WARREN COOPER DATE

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED THE ABOVE NAMED INDIVIDUAL, KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND THEY ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID THIS 2nd DAY OF June, 1997.

Lorraine F. Reynolds
LORRAINE F. REYNOLDS DATE
NOTARY PUBLIC STATE OF FLORIDA



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, BEING APPOINTED AS REGISTERED AGENT OF Awnings inMotion, Inc. ACCEPTS THE APPOINTMENT AS REGISTERED AGENT SIMULTANEOUSLY WITH BEING DESIGNATED AS SUCH REGISTERED AGENT.

Lorraine F. Reynolds 6-2-97
LORRAINE F. REYNOLDS DATE

TALLAHASSEE, FLORIDA
97 JUN -9 AM 10:00
FILED