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Requestor's Name

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ARTICLES OF INCORPORATION

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OF

97 JUN -9 PM 3: 17

WE DO WINDOWS USA, INC.

The undersigned, acting as incorporator of WE DO WINDOWS USA, INC. under Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE ADDRESS

The name of the corporation is WE DO WINDOWS USA, INC. The principal office address of the corporation is 1112 N.W. 30 PL., Miami, FL 33125.

ARTICLE II

COMMENCEMENT OF EXISTENCE

This corporation shall exist perpetually. It will commence on the date of filing these Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

AUTHORIZED SHARES

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock have a par value of \$1.00.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1112 N.W. 30th Place, Miami, FL 33125, and the name of the initial registered agent of this corporation at that address is OTY ROMAN.

ARTICLE VI

DIRECTORS

- (a) Number. This corporation shall have two (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) Initial Director. The names and street addresses of the members of the first board of directors of the corporation are:

Name

Address

SANDRA ROMAN VAZQUEZ

1112 N.W. 30 PL.

Miami, FL 33125

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator is:

Sandra Roman Vazquez 1112 N.W. 30th PL.

Miami, FL 33125

ARTICLE VIII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any by law adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX

AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation int he manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles my be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at the shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provide by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of May, 1997.

SANDRA ROMAN Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for WE DO WINDOWS USA, INC. in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

OTY ROMAN

Registered Agent

Dated: May 29, 1997

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