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8/13/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHANNY C. RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

Luis

NAME: LENDERMAN DRYWALL INC.

AUDIT NUMBER.....H97000013360

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION

EFFECTIVE DATE

8-13-97

Article I. Name

The name of this Florida corporation is:
Lenderman Drywall Inc.

Article II. Address

The mailing address of the Corporation is:
Lenderman Drywall Inc.
5580 1st Avenue
Key West FL 33040

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Patrick Lenderman
5580 1st Avenue
Key West FL 33040

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Patrick Lenderman

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

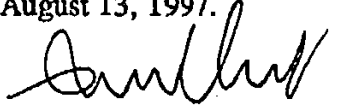
Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 13, 1997.

The undersigned incorporator executed these Articles of Incorporation on August 13, 1997.



CORPORATE CREATIONS INTERNATIONAL INC.
Luis A. Uriarte Vice President

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

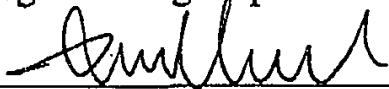
CORPORATION:

Lenderman Drywall Inc.

REGISTERED AGENT/OFFICE:

Patrick Lenderman
5580 1st Avenue
Key West FL 33040

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PATRICK LENDERMAN
by L.A. Uriarte as attorney-in-fact

Date: August 13, 1997

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