

0980000001330



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 655864 82378A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 2, 1998

ORDER TIME : 10:05 AM

ORDER NO. : 655864-005

CUSTOMER NO: 82378A

CUSTOMER: John S. Dzurak, Esq
J. MICHAEL ROONEY, ESQ

P. O. Box 510400

Punta Gorda, FL 33951-0400

000002388230--1
-01/02/98--01039--013
*****70.00 *****70.00

DOMESTIC FILING

NAME: CUSTOM DESIGN ALUMNINUM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

167-624

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -2 AM 10:12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -2 AM 11:11

W98-133



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -2 AM 10: 12

January 6, 1998

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: CUSTOM DESIGN ALUMINUM INC.
Ref. Number: W98000000133

We have received your document for CUSTOM DESIGN ALUMINUM INC..
However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The document must have original signatures.

Please return the original and one copy of your document, along with a copy of
this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 698A00000415

RESUBMIT
Please give original
submission date as file date.

RECEIVED
98 JAN -7 AM 10: 08
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -2 AM 10: 13

January 5, 1998

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: CUSTOM DESIGN ALUMINUM INC.
Ref. Number: W98000000133

We have received your document for CUSTOM DESIGN ALUMINUM INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 798A00000202

RESUBMIT
Please give original
submission date as file date.

RECEIVED
98 JAN -6 AM 8: 36
DIVISION OF CORPORATION

JOHN S. DZURAK
ATTORNEY AT LAW
Certified Circuit Civil Mediator
306 EAST OLYMPIA AVENUE
PUNTA GORDA, FLORIDA 33950

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -2 AM 10:13

Mailing Address:
Post Office Box 400
Punta Gorda, Florida 33951-0400

Phone: (941) 639-3171
Fax: (941) 639-3634

December 31, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: CUSTOM DESIGN ALUMINUM, INC.

Dear Sirs:

Please find enclosed the original and one copy of the Articles of Incorporation for CUSTOM DESIGN ALUMINUM, INC.

Also enclosed is a check in the amount of \$70.00 with regards to the following:

\$35.00 - Filing fee.

\$35.00 - Fee for Resident Agent.

Please note that the resident agent is designated in the Articles of Incorporation.

We do not wish to receive a certified copy of the Articles, only proof of filing and document number. Please return the proof of filing to our office.

Thank you very much for your cooperation in this matter.

Sincerely,

MAILED WITHOUT SIGNATURE
IN ATTORNEY'S ABSENCE TO
EXPEDITE.

JOHN S. DZURAK

JSD:dmm
enclosure
xc: Ray Gordon

ARTICLES OF INCORPORATION

OF

CUSTOM DESIGN ALUMINUM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -2 AM 10:13

I, the undersigned, J. MICHAEL ROONEY, Esquire, located at 306 East Olympia Avenue, Punta Gorda, Florida 33950, do hereby create and sign these Articles, as Incorporator, for the purpose of forming a Corporation as provided under the laws of the State of Florida.

I.

The name of the corporation shall be:

CUSTOM DESIGN ALUMINUM, INC.

II.

The said corporation is hereby empowered to engage in any or all of the following business operations, and to perform all necessary and proper lawful acts in connection therewith, as are or may be authorized by law:

A. To do and perform all of the acts and things and to exercise all of the powers set out and enumerated in Florida Statutes, Chapter 607, (as amended), and to exercise all other powers provided by law to be exercised by corporations.

III.

Said corporation is hereby authorized to have outstanding at any time, a maximum of one hundred (100) shares of common stock, without par value; no other class or type of stock shall be issued. Each share of stock shall entitle the owner thereof to one vote.

IV.

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

V.

This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.

VI.

The principal and registered office of the corporation is to be located at 2462 LaFayette Street, Fort Myers, Florida 33901; and the name of its initial Registered Agent is **RAY GORDON**, whose mailing address is 2462 LaFayette Street, Fort Myers, Florida 33901. The mailing address of the corporation is 2462 LaFayette Street, Fort Myers, Florida 33901.

A Certificate Designating Registered Office and Resident Registered Agent, signed by the said **RAY GORDON**, is attached hereto as Exhibit "A".

VII.

This corporation shall not have less than one Director initially elected, in accordance with the corporation By-Laws. The said Board of Directors may, by resolution, designate one of their number to constitute an Executive Committee, which, to the extent provided in such resolution, or in the By-Laws of the corporation, shall have any may exercise the powers of the Board of Directors.

The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

VIII.

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IX.

The names and addresses of the first Board of Directors of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
LINO GALATI	2462 LaFayette Street Fort Myers, Florida 33901
RAY GORDON	2462 LaFayette Street Fort Myers, Florida 33901

The Board of Directors shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified.

X.

The first President of the corporation shall be **LINO GALATI**, the first Vice President of the corporation shall be **RAY GORDON**, and the first Secretary/Treasurer shall be **DONNA GALATI**. Said officers shall, likewise, hold office for the first year of existence of the corporation, or until his successor is elected and has qualified.

XI.

The names and post office addresses of the subscribers hereto, the number of share of

stock each agrees to take, and the amount to be paid therefore, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT SUBSCRIBED</u>
LINO GALATI	2462 LaFayette Street Fort Myers, FL 33901	50	\$ 500.00
RAY GORDON	2462 LaFayette Street Fort Myers, FL 33901	50	\$ 500.00

The aggregate value of such shares shall not be less than the paid sum of One Thousand Dollars of capital, within which the corporation shall begin business.

XII.

Shares held by the initial stockholders listed above may not be sold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be transferred and sold shall be further specified by written agreement among the shareholders and this corporation.

XIII.

All corporate powers shall be vested by or under the authority of, and the business affairs of this corporation, shall be managed under the direction of the shareholders of this corporation.

XIV.

Directors of this corporation need not be residents of the State of Florida.

XV.

This corporation may also qualify under the provisions of Section 1244 of the Internal Revenue Code, which section permits ordinary loss treatment, when either the holder of Section 1244, stock sells or exchanges such stock at a loss, or when such stock becomes worthless.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 31st day of December, 1997.


GLORIA J. GAL

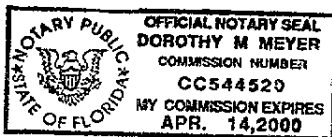

J. MICHAEL ROONEY, Incorporator


DOROTHY M. MEYER

STATE OF FLORIDA
COUNTY OF CHARLOTTE

SWORN TO, subscribed and acknowledged before me this 31st day of December, 1997, by J. MICHAEL ROONEY, Incorporator, who is personally known to me, or who has produced _____ as identification.

My commission expires:




DOROTHY M. MEYER, Notary Public,
State of Florida at Large

EXHIBIT "A"

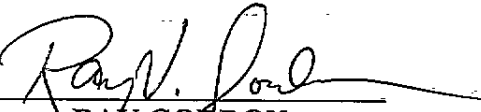
**CERTIFICATE DESIGNATING REGISTERED
OFFICE AND REGISTERED AGENT**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -2 AM 10:13

That **CUSTOM DESIGN ALUMINUM, INC.**, desiring to organize under the laws of the State of Florida, with its principal and registered office, as indicated in the Articles of Incorporation, located at 2462 LaFayette Street, Fort Myers, Florida 33901, has named **RAY GORDON**, located at 2462 LaFayette Street, Fort Myers, Florida 33901, and whose mailing address is the same, as its agent to accept service of process within this state

Having been named to accept service of process for **CUSTOM DESIGN ALUMINUM, INC.**, the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Dated: December 29, 1997.


RAY GORDON
Registered Agent