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THE SCOTT LAW FIRM, P.A.
5121 SARAZEN DRIVE
HOLLYWOOD, FL 33021

(954) 964-1546
Facsimile (954) 964-1548

February 20, 1998

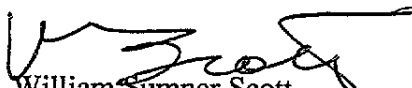
Secretary
State of Florida
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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Dear Secretary,

Enclosed is a cashiers check in the amount of \$132 to file the Articles of Association for EPS Structures, Inc. Please return a Certified Copy & Certificate and stamped copy of the Articles to evidence the formation of the corporation.

Very truly yours,


William Sumner Scott
For the Firm

WSS:lf

cc: EPS Structures, Inc.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


2-25-98

ARTICLES OF INCORPORATION - FLORIDA

EPS STRUCTURES, INCORPORATED

ARTICLE I - Name

The name of the corporation is: EPS Structures, Incorporated.

ARTICLE II - Principal Place of Business

The address of the principal office and the mailing address of the Corporation is: 106 Commerce Way, Unit B-2, Jupiter, FL 33458.

ARTICLE III - Shares

The number of shares of stock that this corporation is authorized to have outstanding at any time is: One Thousand Shares of \$1 par value.

ARTICLE IV - Duration

The period of duration for the Company shall be: Perpetual

ARTICLE V - Business, Purpose and Powers

This corporation is formed to engage in the manufacture, sale, marketing and export of building materials and other goods from the United States of America to other countries and for all other for profit activities authorized by the laws of the State of Florida. This Corporation may engage in activity outside the State of Florida for any purpose. The power to adopt, alter, amend, or repeal the By-laws of the Company shall be vested solely in the stockholders.

ARTICLE VI - Incorporator

The name and address of the incorporator of the Corporation shall be: Lloyd Corson, 6950 S.E. 138th Street, Hobe Sound, FL 33455.

ARTICLE VII - Initial Board of Directors

The number of Directors shall be established by the shareholders, from time to time. The initial number of directors is one. The names and address of the initial Director of the Corporation is: Lloyd Corson, 6950 S.E. 138th Street, Hobe Sound, FL 33455.

ARTICLE VIII - Registered Agent

The Name and Address of the Registered Agent for the Corporation shall be: William S. Scott, Esquire, The Scott Law Firm, P.A., 5121 Sarazen Drive, Hollywood, FL 33021.

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TALLAHASSEE, FLORIDA

ARTICLE IX - Indemnification

The directors, officers, managers, employees, and agents shall be fully indemnified by the Corporation to the fullest extent provided by law. Nothing in these Articles shall obligate the Corporation to provide Directors and Officers insurance or any other form of insurance, fund, or reserve to secure the payment by the Corporation of any such indemnification.

ARTICLE X - Amendment

These Articles of Incorporation may be amended or repealed only by action of the shareholders and any rights conferred upon the Board of Directors by the Bylaws is subject to this reservation.

IN WITNESS WHEREOF, the incorporator signed these Articles of Incorporation for the purpose of formation of the Corporation on this 17 day of February, 1998.


Lloyd Corson

The Scott Law Firm, P.A.
Florida Bar Number 947822
5121 Sarazen Drive
Hollywood, Florida 33021

(954) 964-1546
Facsimile (954) 964-1548

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE ITS REGISTERED OFFICE AND AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: EPS Structures, Incorporated
2. The name and address of the registered agent and office is:

William S. Scott, agent, The Scott Law Firm, P.A. 5121 Sarazen Drive, Hollywood, FL 33021,
(954) 964-1546, Facsimile (954) 964-1548.



Lloyd Corson
Incorporator and Director

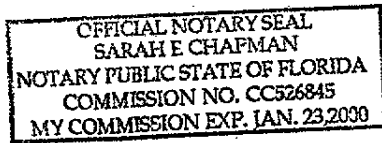
State of Florida
County of Palm Beach

Before me, the undersigned notary, appeared Lloyd Corson personally known to me, to sign the foregoing Articles of Incorporation to form EPS Structures, Incorporated for the purposes and on the terms stated therein.

Date: 2/18/98

Sarah E. Chapman
Notary Public

My commission expires:



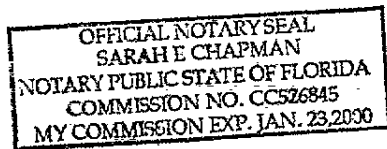
State of Florida
County of Palm Beach

Before me, the undersigned notary, appeared William Sumner Scott, personally known to me, to accept the designation as registered agent for EPS Structures, Incorporated as his free and voluntary act.

Date: 2/18/98

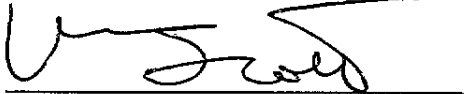
Sarah E. Chapman
Notary Public

My commission expires:



EPS STRUCTURES, INC.

Having been named as registered agent and to accept service of process by EPS Structures, Inc., I hereby accept the appointment as registered agent to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



William S. Scott

Date: February 18, 1998

The Scott Law Firm, P.A.
5121 Sarazen Drive
Hollywood, FL 33021

(954) 964-1546
Facsimile (954) 964-1548

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TALLAHASSEE, FLORIDA