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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

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Attention: Corporate Division

RE: IN & OUT INSULATION, INC.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation of the above named corporation, together with a check in the amount of \$122.50, allocated as follows:

\$ 35.00	Filing fee
\$ 52.50	Certified copy
\$ 35.00	Registered agent fee

Please certify and return the Articles of Incorporation which I have prepared.

Thank you for your cooperation in this matter.

Sincerely,

David J. Keating

Enclosures

David J. Keating
16280 Arbor Ridge Rd.
Ft. Myers, FL 33908

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 12 PM 1:23

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ARTICLES OF INCORPORATION
OF
IN & OUT INSULATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 12 PM 1:23

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME: The name of this corporation shall be IN & OUT INSULATION, INC..

ARTICLE II.

ADDRESS: The principal office and mailing address of this corporation is 16280 Arbor Ridge Drive, Fort Myers, Florida 33908.

ARTICLE III.

NATURE OF BUSINESS: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK: This corporation is authorized to issue 1,200 shares of \$1.00 par value common stock.

ARTICLE V.

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI.

INITIAL REGISTERED AGENT AND OFFICE: The name and street address of the initial registered agent and office of this corporation is: David Keating, 16280 Arbor Ridge Drive, Fort Myers, Florida 33908.

ARTICLE VII.

DIRECTORS: The initial Board of Directors shall consist of three members, who need not be residents of the State of Florida nor shareholders of the corporation.

ARTICLE VIII.

INITIAL DIRECTORS: The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

David J. Keating	16280 Arbor Ridge Drive, Fort Myers, Florida 33908
Daniel J. Johnson	16300 Arbor Ridge Drive, Fort Myers, Florida 33908
Larry T. Keating	16280 Arbor Ridge Drive, Fort Myers, Florida 33908

ARTICLE IX.

INCORPORATOR: The name and address of the incorporator to these Articles of Incorporation is as follows:

David Keating	16280 Arbor Ridge Drive, Fort Myers, Florida 33908
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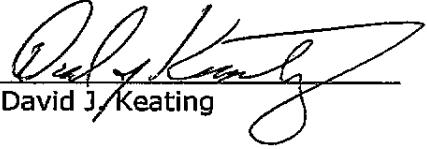
ARTICLE X.

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State, of the State of Florida.

ARTICLE XI.

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

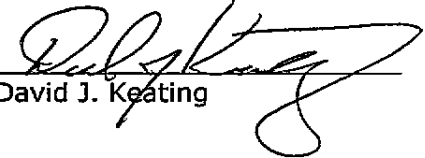
The undersigned incorporator has executed these Articles of Incorporation this 09 day of March, 1998.


David J. Keating

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for IN & OUT INSULATION, INC., at the place designated in the Articles of Incorporation, David Keating, 16280 Arbor Ridge Drive, Fort Myers, Florida 33908, agrees to act in this capacity and agrees to comply with the provisions of all states relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated: March 09, 1998


David J. Keating

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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