

FROM : EXPRESS LEGAL SERVICES, INC.

PHONE NO. : 4076762749

Apr. 20 1997 11:10AM P1

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April 20, 1998

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Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Subj: Incorporation of ALL BAY BRICKDECK & KOOL DECK, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.

2. My check in the amount of \$122.50 to cover the filing fee.

3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (407) 729-6399

Thank you for your assistance in this matter.

Sincerely,


Dennis K. Manning

FILED
98 APR 27 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-4/28/98

ARTICLES OF INCORPORATION
OF
ALL BAY BRICKDECK & KOOL DECK, INC.

ARTICLE I. NAME

The name of this corporation is
ALL BAY BRICKDECK & KOOL DECK, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of
\$1.00 par value common stock, which shall be designated
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

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 already holds, shall have the right to
purchase his pro rata share (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 27 AM 9:57

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 17816 Cranbrook Dr., Lutz, Florida 33549, and the name of the initial registered agent of this corporation at that address is DENNIS K. MANNING.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

DENNIS K. MANNING
17816 Cranbrook Dr.
Lutz FL 33549

MICHAEL BALSER
6013 Redwood Dr.
New Port Richey FL 34653

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 17816 Cranbrook Dr., Lutz, Florida 33549, and the mailing address of the corporation is 17816 Cranbrook Dr., Lutz, FL 33549.

ARTICLE IX. INCORPORATOR

The name and address of the persons signing these articles are:

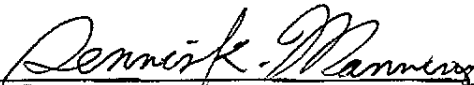
DENNIS K. MANNING
17816 Cranbrook Dr.
Lutz, FL 33549


MICHAEL BALSER
6013 Redwood Dr.
New Port Richey, FL 34653

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

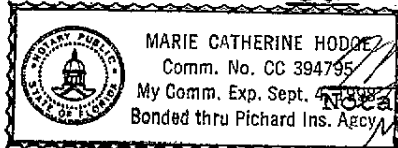
IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 20 day of April, 1998.

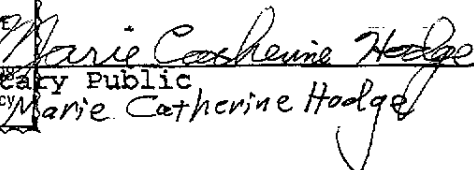

DENNIS K. MANNING
FL. Lic. M552-171-55-3480
STATE OF FLORIDA
COUNTY OF BREVARD


MICHAEL BALSER
FL. Lic. B426-551-76-333-0

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DENNIS K. MANNING and MICHAEL BALSER to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 20 day of April, 1998.




Marie Catherine Hodge
Notary Public
Bonded thru Pichard Ins. Agency

DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That ALL BAY BRICKDECK & KOOL DECK, INC., desiring to organize under the laws of the State of Florida, with its principal office at 17816 Cranbrook Dr, Lutz, Hillsborough County, Florida 33549, has named DENNIS K. MANNING, located at 17816 Cranbrook Dr., Lutz, Hillsborough County, Florida 33549, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for 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.


DENNIS K. MANNING
Registered Agent

FILED
98 APR 27 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA